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LIFE S BAZAAR
HEART OF THE IRON GOD
DEMONBLADE
V FOR VICTORY

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Dungeon WEB ENHANCEMENT
ISSUE 97

LIFE'S BAZAAR

BY CHRISTOPHER PERKINS
ARTWORK BY TODD LOCKWOOD • CARTOGRAPHY BY CHRIS PERKINS

This Web enhancement provides you with a number of extra NPCs, an additional player handout, a new trap, the statistics of the monsters from *Monster Manual II* that appear in "Life's Bazaar", and some extra campaign tidbits to use when running "Life's Bazaar" from issue #97. Enjoy!

CAULDRON NPCS

Meerthan Eliothlorn, Male Half-elf Wiz12: CR 12; Medium-size Humanoid (half-elf); HD 12d4–12; hp 24; Init +6; Spd 30 ft.; AC 12, touch 12, flat-footed 10; BAB +6/+1; Grap +6; Atk +7/+2 melee (1d4/19–20, masterwork dagger) or +8/+3 ranged (effect varies, ranged touch); SA spells; SQ half-elf traits, *permanent Rary's telepathic bond* (with various henchmen), familiar; AL NG; SV Fort +7, Ref +8, Will +9; Str 10, Dex 14, Con 8, Int 20, Wis 12, Cha 13.

Skills: Concentration +14, Decipher Script +15, Diplomacy +6, Gather Information +3, Knowledge (arcana) +20, Knowledge (history) +12, Listen +4, Profession (merchant) +5, Search +7, Spellcraft +20, Spot +4. *Feats:* Alertness (granted by familiar), Brew Potion, Craft Wand, Empower Spell, Great Fortitude, Improved Initiative, Quicken Spell, Scribe Scroll, Spell Penetration.

Spells Prepared (4/6/5/5/4/4/2; base save DC = 15 + spell level): 0—*detect magic, mage hand, message, read magic;* 1st—*expeditious retreat, feather fall, mage armor, magic missile* ×2, *shield;* 2nd—*cat's grace, invisibility, Melf's acid arrow, mirror image, see invisibility;* 3rd—*displacement, fireball, haste, lightning bolt, slow;* 4th—*dimension door,* empowered *summon monster II, stoneskin, summon monster IV;* 5th—*dominate person, summon monster V, teleport;* 6th—empowered *enervation, true seeing.*

Languages: Common, Draconic, Elven.

Possessions: +2 *headband of intellect,* +1 *cloak of resistance, brooch of shielding* (absorbs 80 points of *magic missile* damage), *amulet of proof against detection and location, bracelet of friends* (attuned to Fario Ellegoth, Fellian Shard, and five others), wand of *confusion* (15 charges), wand of *haste* (4 charges), *potion of cure serious wounds,* scroll of *dimensional anchor,* scroll of empowered *fireball,* masterwork dagger, spellbook (contents determined by DM), diamond dust for *stoneskin* (1,000 gp worth), ointment for *true seeing* (750 gp worth), pouch containing 32 pp and 110 gp.

Razzik, Weasel Familiar: CR –; Tiny Magical Beast; HD Special; hp 12; Init +2; Spd 20 ft., climb 20 ft.; AC 20, touch 14, flat-footed 18; BAB +6/+1; Grap –6; Atk +8/+3 melee (1d3–4, bite); Face/Reach 2 1/2 ft. across/0 ft.; SA attach, touch; SQ scent, improved evasion, share spells, empathic link, speak with master, speak with animals of the same type, SR 17; AL NG; SV Fort +4, Ref +6, Will +9; Str 3, Dex 15, Con 10, Int 11, Wis 12, Cha 5.

Skills: Balance +10, Climb +11, Concentration +15, Decipher Script +15, Hide +13, Knowledge (arcana) +15, Knowledge (history) +9, Move Silently +9, Spellcraft +15, Spot +4. *Feats:* Weapon Finesse (bite).

CAMPAIGN SEED: THE LAST LAUGH

Cauldron has more than one small guild of thieves, but perhaps the most influential guild is called The Last Laugh. The guild's symbol is the silhouette of a laughing jester, shown in profile. The guild oversees various rackets and specializes in security, blackmail, extortion, and assassination.

The guild's leaders, called Jesters, form an inner circle that oversees all guild activities. Speculation abounds that at least one of the guild's Jesters is a high-ranking town official or noble.

Three months ago, the inner circle learned of the arrival of an evil society called the Cagewrights. Rather than oppose the Cagewrights, the Jesters formed a pact with them. The Last Laugh provides security, masks the Cagewrights' activities, diverts the attention of the local authorities and rival guilds, and eliminates meddlesome spies and adventurers who threaten to derail the Cagewrights' plans for Cauldron. In exchange, the Cagewrights have promised the Last Laugh control of the town's "underworld" once it has been transformed into a Carcerian gate-town.

The Jesters, few in number, rely on an intricate network of spies, agents, and informants. Their immediate subordinates are called harlequins—skilled rogues and assassins who paint their faces and handle much of the guild's "dirty work." The guild also uses spies—called mimes—to infiltrate rival organizations, verify rumors, and gather information on troublesome bands of adventurers.

The Last Laugh mints its own currency by melting down sovereign coins and recasting them with the guild's jester insignia. The coins have infiltrated the local economy, and most people consider them no worse than the sovereign's gold or silver. Some see the "jester coins" as a joke, while others view them as a threat to the economic stability of the town. Although the Lord Mayor has vowed to catch the criminals responsible, the local authorities have had no success tracking down the source of the coins, leading some to suspect corruption in the local militia or the Lord Mayor's office.

PLAYER HANDOUT: KIDNAP VICTIMS

Kidnap Victims

Who	Details
Tierzan Wispwort (male gnome, age 91)	A local alchemist, Tierzan lived with two cats and ran a marginally successful business. He disappeared 88 nights ago.
Jozl Seerkin (male gnome, age 72)	A law clerk who worked for a local gnome barrister named Aezyk Gylbar, he disappeared from his home 83 nights ago.
Azmi Dresker (female human, age 19)	She worked at a local brothel and disappeared from her residence 81 nights ago. She and a coworker, Shellen Rycah, rented the house from an old woman named Martira Hathaway, who was asleep in the house that night and didn't hear or see anything.
Shellen Rycah (female human, age 20)	She worked at a local brothel and shared a house with coworker Azmi Dresker and their landlord. Shellen vanished 81 nights ago.
Krylscar Endercott (male human, age 24)	Kicked out of the local militia for drunk and disorderly conduct, Krylscar vanished from his parents' home 74 nights ago. Neither parent heard or saw anything suspicious, but they believe Krylscar may have robbed them and fled town in disgrace.
Callum Sunnyrush (male halfling, age 37)	He groomed horses and ponies for the Thantari noble family. He vanished from his room at a cozy local inn 69 nights ago.
Gryffon Malek (male human, age 33)	He worked as a barkeep at The Tipped Tankard tavern. He disappeared 66 days ago, three days before his planned wedding to a tavern barmaid.
Szordra Callagher (female human, age 35)	A self-proclaimed sage, she ran her own small bookstore. She was last seen 60 nights ago by her 18-year-old son Leagan, a mason's apprentice.

leaf 1 of 3

Who	Details
Tembor Kalavan (male human, age 25)	A local minstrel of some repute, he vanished 52 nights ago from his room in The Laughing Horse Inn.
Izzuth Mercadi (female human, age 36)	A local chandler who disappeared from the apartment above her shop 47 nights ago.
Deven Myrzzal (male human, age 18)	A lamplighter who vanished 45 nights ago. Guards found the pole Deven used to unhook hanging lanterns in the street a few blocks from his home (which was not robbed).
Jeneer Everdawn (female halfling, age 42)	A jeweler's apprentice who did volunteer work at local schools, she disappeared 40 nights ago.
Lorthan Ironfold (male dwarf, age 125)	A skilled cartwright. He and his wife, Sondor, vanished from their home 35 nights ago.
Sondor Ironfold (female dwarf, age 127)	Wife of Lorthan Ironfold, she and her husband disappeared 35 nights ago.
Rikaldo Veskar (male human, age 34)	His ransacked home contained blood droplets and blood-encrusted knives—not surprising, since Rikaldo worked as a skinner. He disappeared 31 nights ago.
Lestor Coldwater (male human, age 22)	A trained scribe and struggling poet. He and his girlfriend, Jelluth, vanished from her home 26 nights ago.
Jelluth Sirlana (female half-elf, age 33)	A struggling shoemaker who inherited her father's failing business, she vanished (along with her boyfriend, Lestor) 26 nights ago.
Elethor Ashstaff (male half-elf, age 58)	A wizard and trickster who occasionally performed minor feats of prestidigitation at birthday parties for upper-class children. A dead rat—possibly Elethor's familiar—was found in his home. He vanished 22 nights ago.

leaf 2 of 3

Who	Details
Maple (female halfling, age 32)	Last name unknown, Maple was rumored to be associated with one or more of the local thieves' guilds. She disappeared 18 nights ago.
Corystan Pike (female human, age 35)	A retired adventurer who was living on stolen loot, she walked with a cane. She disappeared from her modest abode 16 days ago.
Jasper Dzundlesput (male gnome, age 74)	A reclusive and eccentric mathematician, he is believed to have vanished nine days ago. Pieces of parchment covered with numbers and symbols littered the floor of his ransacked house.
Deakon Stormshield (male dwarf, age 12)	A bright dwarf, Deakon was taken from the Lantern Street Orphanage three nights ago. The orphanage took him in when he was six years old, after his parents failed to return from an adventure.
Evelyn Radavec (female human, age 9)	A quiet, sullen girl, she was taken from the Lantern Street Orphanage three nights ago. Her father and mother succumbed to filth fever, which spread through Cauldron seven years ago.
Lucinda Aldreen (female human, age 8)	A gregarious but superstitious child given to the Lantern Street Orphanage at age four by her poverty-stricken mother, Lucinda was abducted from the orphanage three nights ago.
Terrem Kharatys (male human, age 9)	This orphan, taken from the Lantern Street Orphanage three nights ago, is a dour and temperamental lad. His parents died shortly after his birth (circumstances unknown).

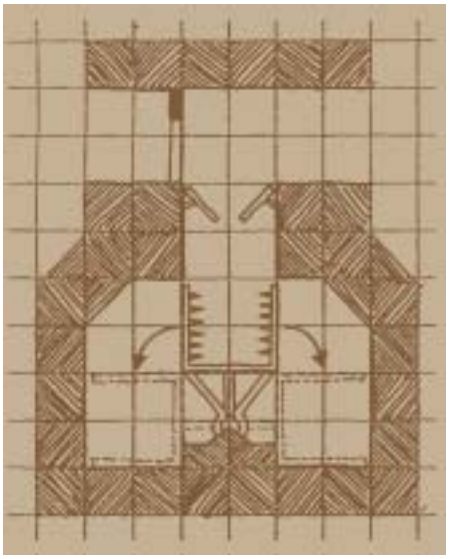
leaf 3 of 3

TILT-A-PIT TRAP

Substitute this wicked trap for any or all of the three pit traps in areas **J6**, **J12**, or **J14**. Swap the text below (this text was written for area **J6** specifically, but it also applies to the other two areas) for the **Trap** text provided in these areas. See below for information on deactivating the traps.

Trap: The 10-foot-square section of floor conceals a 20-foot-deep pit (Search check, DC 17, to detect). The pit's hinged lid opens when at least 150 pounds of weight is applied, although a successful Disable Device check (DC 17) jams the lid shut. Pulling down the lever in area **J34** locks the lid and deactivates the trap.

Anyone standing on the lid when it opens must succeed at a Reflex save (DC 15) or fall into the pit, taking 2d6 points of damage and landing prone. Once the trap has sprung, have the characters roll initiative. The pit has Dexterity 15 for purposes of determining its initiative.



The bottom half of the pit is made of wood with rows of wooden spikes embedded in two opposite-facing walls. On the first round, the lid of the pit springs shut, and the bottom half of the pit tilts 90 degrees to the south, throwing anyone within onto 1d4 wall spikes (each dealing 1d4 points of piercing damage with a successful hit).

On the second round, the pit tilts back to its original upright position. Anyone in the tilting half of the pit drops to the wooden floor of the pit and is knocked prone, but suffers no damage.

On the third round, the pit tilts 90 degrees to the north, throwing anyone within onto the other wall of spikes.

On the fourth round, the pit tilts back to its original upright position. Anyone trapped inside the tilting half falls to the bare wooden floor and is knocked prone, but suffers no damage. The pit stops tilting at this point until the trap is sprung again. If the pit's lid is held or wedged closed, the tilting continues. The lid can be pushed open with a successful Strength check (DC 10) and wedged open with a successful Disable Device or Intelligence check (DC 17).

The gear mechanisms that cause the wooden half of the pit to tilt back and forth lie 30 feet below the lip of the pit. When the pit is tilted to the north or south, these gears are clearly visible from the top of the pit. Dropping a dagger, rope, rock, or similar item into the gears requires a successful ranged attack (against AC 15) and has a 20% chance of jamming the tilting mechanisms. Conversely, a rogue lowered down to the gear mechanisms can jam them with a successful Disable Device check (DC 17). Once the gears are jammed, the pit stops tilting.

Trapped characters can smash through the wooden walls or floor of the pit to escape. They can also attempt to clamber out of the tilt-a-pit while it is upright. Getting out of the tilting half of the pit requires a Climb check (DC 10 if one uses a rope or the wooden spikes as handholds and footholds). If a knotted rope is used, the DC drops to 5.

Climbing the stone walls in the top half of the pit requires a harder Climb check (DC 20). Conversely, a character outside the pit can ready an action to reach down and pull another character out of the top half of the pit with a successful Strength check (DC 5, +1 per 20 pounds of weight).

Anyone in the unlikely position of being crushed by the

CAMPAIGN SEED: MEERTHAN ELIOTHLORN AND THE STRIDERS OF FHARLANGHN

With the help of Lord Vhalantru, the Cagewrights' dark agenda has gone unnoticed by most of the townsfolk. However, their appearance in Cauldron has caught the eye of the Striders of Fharlanghn—a loosely run organization of adventurers who watch the horizons for signs of great evil and strive to preserve the balance of power in the realm. The Striders have tracked several Cagewrights to Cauldron and seek to uncover their plans.

The Striders of Fharlanghn know that the Cagewrights worship powerful extraplanar fiends living in Carceri. Years ago, with the help of some good-aligned adventurers, the Striders attacked a cabal of Cagewrights in the realm's capital city, but not before the Cagewrights called forth one of their vile masters from the prison plane. Several Striders perished in the battle, but the fiend was eventually banished back to Carceri, and the surviving Cagewrights were routed.

The Striders of Fharlanghn have sent one of their own, a neutral good half-elf named Meerthan Eliothlorn (Wiz12), to undercover the Cagewrights' machinations in Cauldron. Meerthan, posing as a dwarven merchant named Tyro Amberhelm, has a room at The Drowning Morkoth Inn. He suspects that the Cagewrights are behind the recent string of kidnappings. When the Church of St. Cuthbert hires the heroes to investigate the matter, Meerthan takes interest in their activities and sends invisible agents to follow them as they make their way underground. If the heroes get in a bind, these agents might come to their rescue at some opportune moment.

tilt-a-pit takes 4d6 points of damage, or half damage if a Reflex save (DC 15) succeeds.

Tilt-a-Pit (20 feet deep): CR 3; 2d6 points of damage (fall) plus +3 melee (1d4 points of piercing damage, 1d4 spikes per wall); Reflex save (DC 15) prevents fall; Search (DC 17); Disable Device (DC 17).

Tilt-a-Pit Walls and Floor (sturdy wood): 3 in. thick; Hardness 5; hp 45 per 5-foot-by-5-foot section; Break DC 21.

Tilt-a-Pit Gearworks (sturdy wood): 2 in. thick; Hardness 5; hp 30; Break DC 21; Disable Device (DC 17).

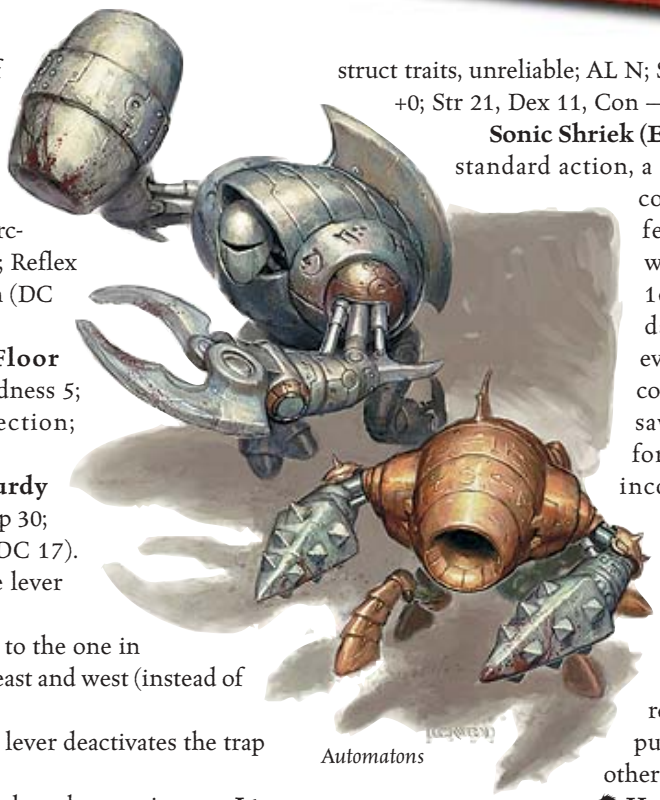
Area **J11**: Pulling down on the lever deactivates the trap in area **J12**.

Area **J12**: This trap is identical to the one in area **J6**, except the pit tilts to the east and west (instead of north and south).

Area **J13**: Pulling down on the lever deactivates the trap in area **J14**.

Area **J14**: The trap is identical to the one in area **J6**, except the pit tilts to the east and west (instead of north and south).

Area **J34**: Pulling down on the lever deactivates the trap in area **J6**.



Automatons

MONSTER MANUAL II CREATURES

"Life's Bazaar" uses several monsters from *Monster Manual II*. To conserve space, their complete statistics were omitted from the adventure text, but that information has been provided as a service here to accommodate our readers who do not own *Monster Manual II*. We highly encourage those readers who have not yet picked up a copy of this supplement to do so, as the information provided here is skeletal, at best—intended only to provide you with the minimal information necessary to run the adventure.

Pulverizer Automaton: CR 3; Medium-size Construct; HD 3d10; hp 28; Init +0; Spd 40 ft., burrow 5 ft.; AC 21, touch 10, flat-footed 21; BAB +2; Grap +7; Atk +7 melee (1d6+5, slam); SA sonic shriek; SQ blindsight 40 ft., construct traits, unreliable; AL N; SV Fort +1, Ref +1, Will +0; Str 21, Dex 11, Con —, Int —, Wis 9, Cha 4.

Sonic Shriek (Ex): Once per round as a standard action, a pulverizer can loose a cone of sonic energy 30 feet long. Everything within the cone takes 1d8 points of sonic damage. In addition, every creature within the cone that fails a Fortitude save (DC 13) is stunned for 1 round. (This value incorporates a +5 racial bonus to the save DC.)

Unreliable (Ex): At the beginning of each round in which the automaton attempts to act, roll 1d20. On a result of 11 or better, the pulverizer acts normally; otherwise, it takes no action.

Hammerer Automatons (2): CR 3; Medium-size Construct; HD 5d10; hp 25, 22; Init +0; Spd 20 ft.; AC 21, touch 10, flat-footed 21; BAB +3; Grap +10; Atk +10 melee (2d8+10, slam) or +10 melee (special, pincer); SQ construct traits, unreliable; AL N; SV Fort +1, Ref +1, Will +0; Str 25, Dex 11, Con —, Int —, Wis 9, Cha 4.

Unreliable (Ex): At the beginning of each round in which the automaton attempts to act, roll 1d20. On a result of 11 or better, the hammerer acts normally; otherwise, it takes no action (although its pincer can maintain its hold on grappled prey).

Common Raggamoffyn: CR 3; Medium-size Construct; HD 3d10; hp 16; Init +2; Spd 30 ft., fly 30 ft. (clumsy); AC 17, touch 12, flat-footed 15; BAB +2; Grap +4; Atk +4 melee (1d6+3, slam); SA improved grab, wrap, control host, suffocate; SQ darkvision 60 ft., construct traits; AL N; SV Fort +1, Ref +3, Will +3; Str 14, Dex 15, Con —, Int 10, Wis 15, Cha 17.

Improved Grab (Ex): If a raggamoffyn hits a Small or Medium-size opponent with its slam attack, it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity. If it gets a hold, it

CAMPAIGN SEED: ZENITH SPLINTERSHIELD

A dwarven defender named Zenith Splintershield once commanded the Malachite Fortress's dwarven garrison. Ten years ago, this paragon among dwarvenkind left the fortress to wage war against the monsters of the Underdark and never returned. Although his campaign undoubtedly failed, he may still dwell in some deep dungeon, a half-crazed zealot bent on purging evil from the subterranean realm or an imprisoned foe of the mind flayers, derro, or another Underdark menace.

can attempt to wrap (see below) in the next round. Alternatively, it has the option to conduct the grapple normally, dealing slam damage with each successful grapple check it makes during successive rounds.

Wrap (Ex): With a successful grapple check, the raggamoffyn can wrap itself around a foe it has already grappled successfully. It forms a skintight layer around the wrapped creature, leaving just enough space for the creature to breathe through its nose and mouth. Attacks on such a target deal half their damage to the raggamoffyn and half to the wrapped creature. A wrapped creature can extract itself with a successful grapple check. Once it has wrapped a creature, the raggamoffyn attempts to control it on its next action.

Control Host (Su): A raggamoffyn can attempt to take control of a creature it has wrapped (as the *dominate monster* spell). Resisting the raggamoffyn's control requires a successful Will save (DC 14). The monster can relinquish its control over the host by physically and mentally disengaging itself from the latter's body.

Suffocate (Ex): The raggamoffyn can asphyxiate a wrapped creature by drawing air from its lungs. This attack automatically deals 1d4 points of damage per round.

Grell: CR 3; Medium-size Aberration; HD 5d8+10; hp 32; Init +2; Spd 5 ft., fly 30 ft. (perfect); AC 16, touch 12, flat-footed 14; BAB +3; Grap +20; Atk +4 melee (1d4+1, 10 tentacles), –1 melee (2d4, bite); Face/Reach 5 ft. across/5 ft. (10 ft. with tentacles); SA improved grab, paralysis; SQ blindsight 60 ft., immune to electricity and paralysis, tentacle regeneration; AL NE; SV Fort +3, Ref +3, Will +4; Str 12, Dex 15, Con 14, Int 10, Wis 11, Cha 9.

Skills: Hide +12, Listen +4, Move Silently +12, Spot +8. *Feats:* Flyby Attack.

Improved Grab (Ex): If the grell hits a Medium-size or smaller opponent with a tentacle attack, it deals normal tentacle damage and attempts to start a grapple as a free action without provoking an attack of opportunity. Each successful grapple check during successive rounds automatically deals tentacle damage.

Paralysis (Ex): Any creature hit by a grell's tentacle must succeed at a Fortitude save (DC 14) or be paralyzed for 4 rounds.

Tentacle Regeneration (Ex): Foes can attack the grell's tentacles, but only when those appendages are actually holding an opponent. A tentacle has AC 19 (touch 12) and 10 hit points. A lost tentacle grows back in 1 day.

Dread Guard: CR 2; Small Construct; HD 4d10+5; hp 27; Init +0; Spd 20 ft. (can't run); AC 18, touch 10, flat-footed 18; BAB +3; Grap +2; Atk +4 melee (1d4+3/×4, masterwork hook), +0 melee (1d6+1/×3, masterwork hammer); SQ cold and fire resistance 10, construct traits; AL N; SV Fort +1, Ref +1, Will +2; Str 17, Dex 11, Con —, Int 6, Wis 13, Cha 2.

Possessions: Masterwork gnome hooked hammer.

Pyllrak Shyraat, Male Durzagon: CR 4; Medium-size Outsider (evil, lawful); HD 5d8+10; hp 32; Init +6; Spd 30 ft.; AC 13, touch 12, flat-footed 11; BAB +5; Grap +7; Atk +7 melee (1d6+2, 2 claws), +2 melee (1d6+1, bite), +2 melee (1d3+1 plus poison, beard); SA beard, poison, spell-like abilities; SQ acid, cold, electricity, and fire resistance 20; immune to paralysis, phantasms, and poison; darkvision 120 ft.; DR 10/+1; duergar traits; light sensitivity; SR 15; AL LE; SV Fort +6, Ref +6, Will +4; Str 15, Dex 14, Con 15, Int 14, Wis 11, Cha 8.

Skills: Appraise +10, Diplomacy +3, Listen +11, Move Silently +14, Search +10, Sense Motive +8, Spot +11. Feats: Alertness, Improved Initiative, Power Attack.

Languages: Common, Dwarven, Infernal, Undercommon.

Possessions: Small bone box containing 180 gp, *bag of holding* (Type 1) containing 4 torches, 4 tindertwigs, a 50-foot length of hemp rope, a *potion of cure moderate wounds*, and a *potion of alter self*.

Beard (Ex): If Pyllrak hits a single opponent with both claw attacks, he automatically hits with his beard attack as well.

Poison (Ex): A successful beard attack injects the victim with a sulfuric poison (Fortitude save DC 14; initial 1d4 Str damage; secondary 1d2 Str drain).

Spell-like Abilities: 3/day—*darkness*; 1/day—*desecrate, enlarge* (self only), *invisibility, unholy blight*. Caster level 10th; save DC 9 + spell level.

Duergar Traits: Pyllrak gains a +1 racial bonus on attack rolls against goblinoids and orcs, a +2 racial bonus on Will saves against spells and spell-like abilities, and a +4 dodge bonus to AC against giants.

CAMPAIGN SEED: CORYSTON PIKE

Coryston Pike's adventuring career may have been cut short, but if she survives her experience in the Malachite Fortress, the PCs will have gained a useful ally. Her father, Dovin Pike, leads a powerful merchant cartel in the realm's capital city, and she has access to contacts and resources not usually available to a character of her level. Her father has little respect for adventurers in general, but Coryston knows many ways to creep into his heart. She also enjoys manipulating her father's sycophantic underlings to secure expensive items (including single-use or charged magic items) at a reduced price. Provided the heroes don't need an item immediately, she can get it for them in 1d4+3 days at a discount (25% for potions and scrolls, 10% for everything else).

When she is not locked away in some subterranean prison, Coryston keeps abreast of events around her. PCs can tap her knowledge of local rumors, as well as her knowledge of people and places in Cauldron.

CAULDRON NAME GENERATOR

If the characters explore Cauldron, you might need to generate names for innkeepers, town guards, nobles, and other NPCs. The following tables provide first and last names for Cauldronites of each of the *Player's Handbook* races.

HUMAN NAMES

First Name	Last Name
☐ Azathan	☐ Arktaros
☐ Drand	☐ Belios
☐ Essuth	☐ Dalskar
☐ Isaal	☐ Deveron
☐ Jax	☐ Gorgoran
☐ Kellen	☐ Jarovar
☐ Ouryn	☐ Malifost
☐ Pellir	☐ Rhomus
☐ Skylar	☐ Scirulant
☐ Svaal	☐ Skilori
☐ Thavalar	☐ Thetrec
☐ Xaligor	☐ Vaine
☐ Zharys	☐ Veermont

DWARF NAMES

First Name	Last Name
☐ Azryn	☐ Arduun
☐ Bolgrim	☐ Crystalmantle
☐ Daradem	☐ Eskan
☐ Dwergal	☐ Grymlorn
☐ Fulgar	☐ Ioskar
☐ Gardrid	☐ Kraghammer
☐ Jarwyn	☐ Lhorakas
☐ Kielmorn	☐ Morilag
☐ Nazwyg	☐ Opalshale
☐ Reivark	☐ Ruthar
☐ Thervain	☐ Splintershield
☐ Thracken	☐ Urjak
☐ Valkyth	☐ Zyn

ELF AND HALF-ELF NAMES

First Name	Last Name
☐ Aelbrar	☐ Amazanth
☐ Coriolar	☐ Casimil
☐ Dalfien	☐ Devarien
☐ Faragel	☐ Duskhaven
☐ Garthael	☐ Farethel
☐ Kethevar	☐ Kyantas
☐ Naelan	☐ Melryth
☐ Raerthan	☐ Moonwhisper
☐ Ruafevar	☐ Ryorlyth
☐ Sylfer	☐ Solruil
☐ Thariel	☐ Tesseraith
☐ Vilqueril	☐ Uthquel
☐ Yaervan	☐ Zyrrlas

GNOME NAMES

First Name	Last Name
☐ Berendal	☐ Ardol
☐ Callab	☐ Deldor
☐ Erf	☐ Farlander
☐ Gargin	☐ Hellen
☐ Jarran	☐ Kaerwyd
☐ Killikin	☐ Lembic
☐ Milgee	☐ Lund
☐ Nebron	☐ Myddion
☐ Ophedes	☐ Ruperil
☐ Paulpin	☐ Rallascant
☐ Querban	☐ Tamolak
☐ Razjem	☐ Wandwaver
☐ Urbran	☐ Yhoyas

HALFLING NAMES

First Name	Last Name
☐ Arvandor	☐ Berryput
☐ Barris	☐ Brambleshade
☐ Cal	☐ Cozyburrow
☐ Cyrlan	☐ Goodfellow
☐ Daravel	☐ Hillwort
☐ Eremor	☐ Meadowpatch
☐ Glyn	☐ Merryfield
☐ Lialee	☐ Pathstrider
☐ Lilypad	☐ Rootroof
☐ Melreen	☐ Summerglen
☐ Perylor	☐ Tricklebrook
☐ Revel	☐ Wanderfar
☐ Tillian	☐ Winterfoot

HALF-ORC NAMES

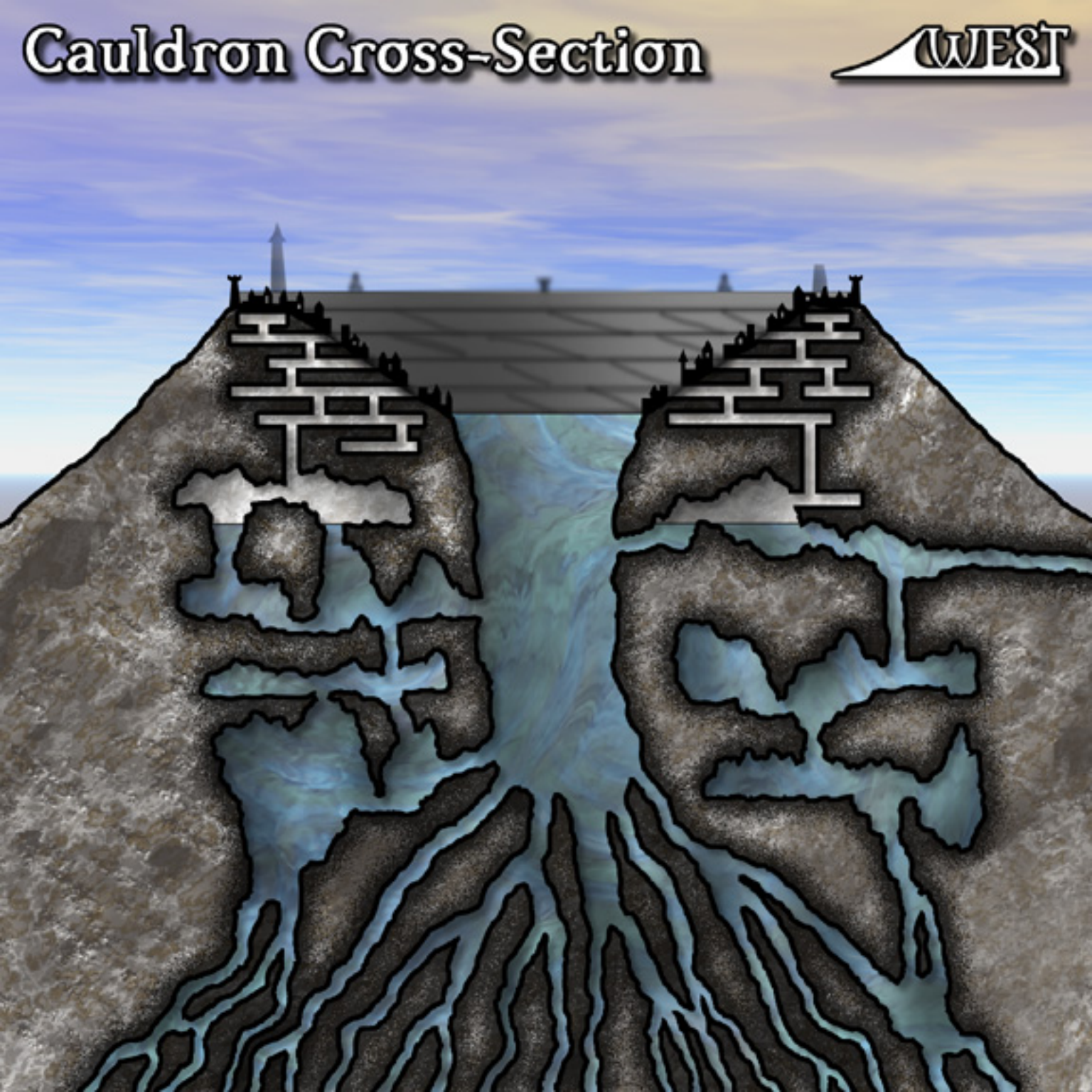
First Name	Last Name
☐ Cressyk	☐ Axeface
☐ Darnath	☐ the Crooked
☐ Evelkor	☐ Darkborn
☐ Felldrak	☐ the Furious
☐ Hralyk	☐ the Halfwrought
☐ Krewen	☐ the Impudent
☐ Llarduen	☐ Longjaw
☐ Orloth	☐ Mudmane
☐ Rath	☐ the Rotten
☐ Rulkriss	☐ Shadowscar
☐ Sharvakas	☐ Wormblade
☐ Surjon	☐ the Wretched
☐ Ulskorn	☐ Yellowtusk

Use the check boxes to keep track of names you have already used.

CAULDRON
0 400 800 1200 1600 2000
Feet
WEST

Cauldron Cross-Section

WEST



Ghelve's Locks

Second Floor

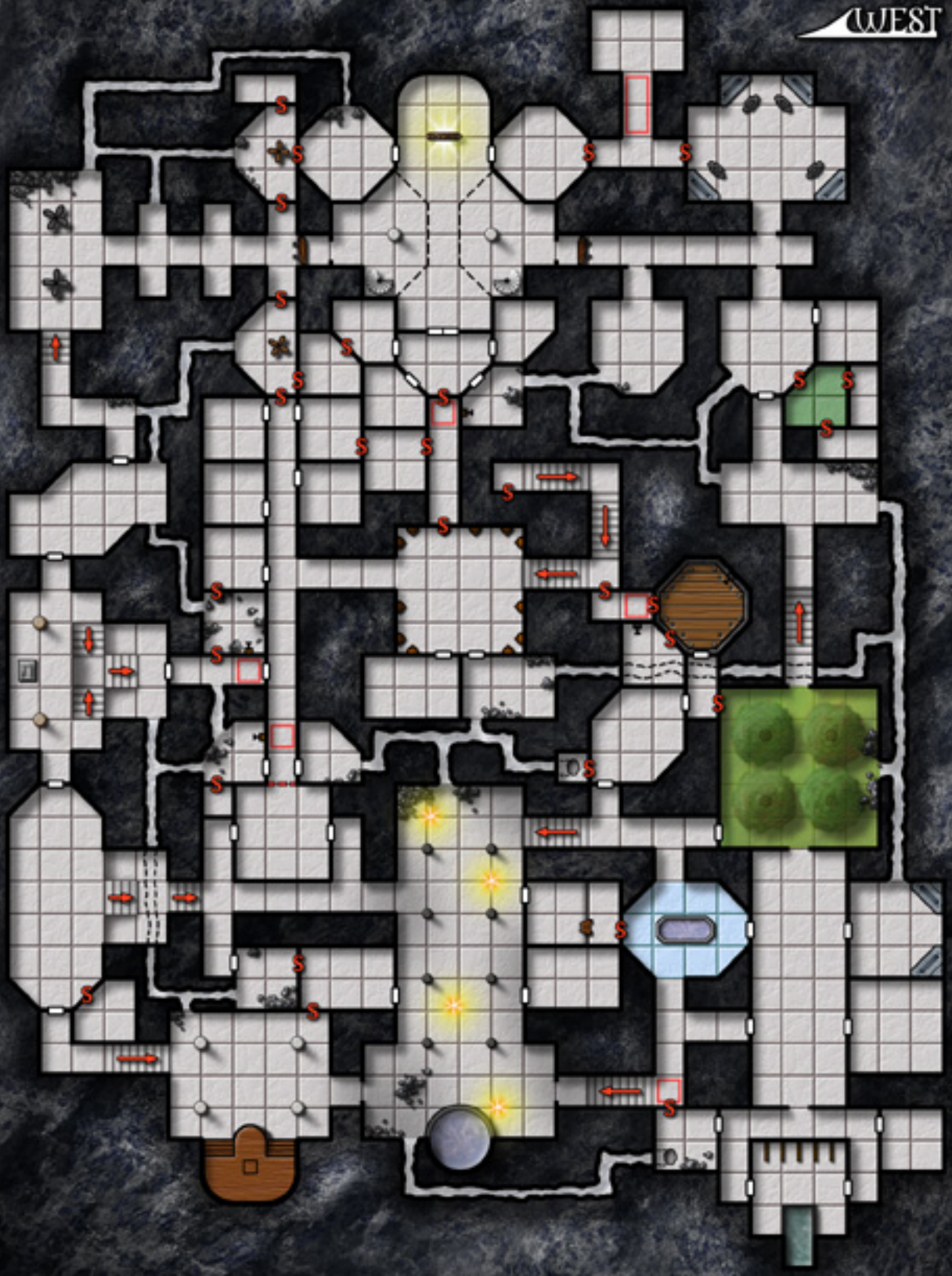
Ground Floor

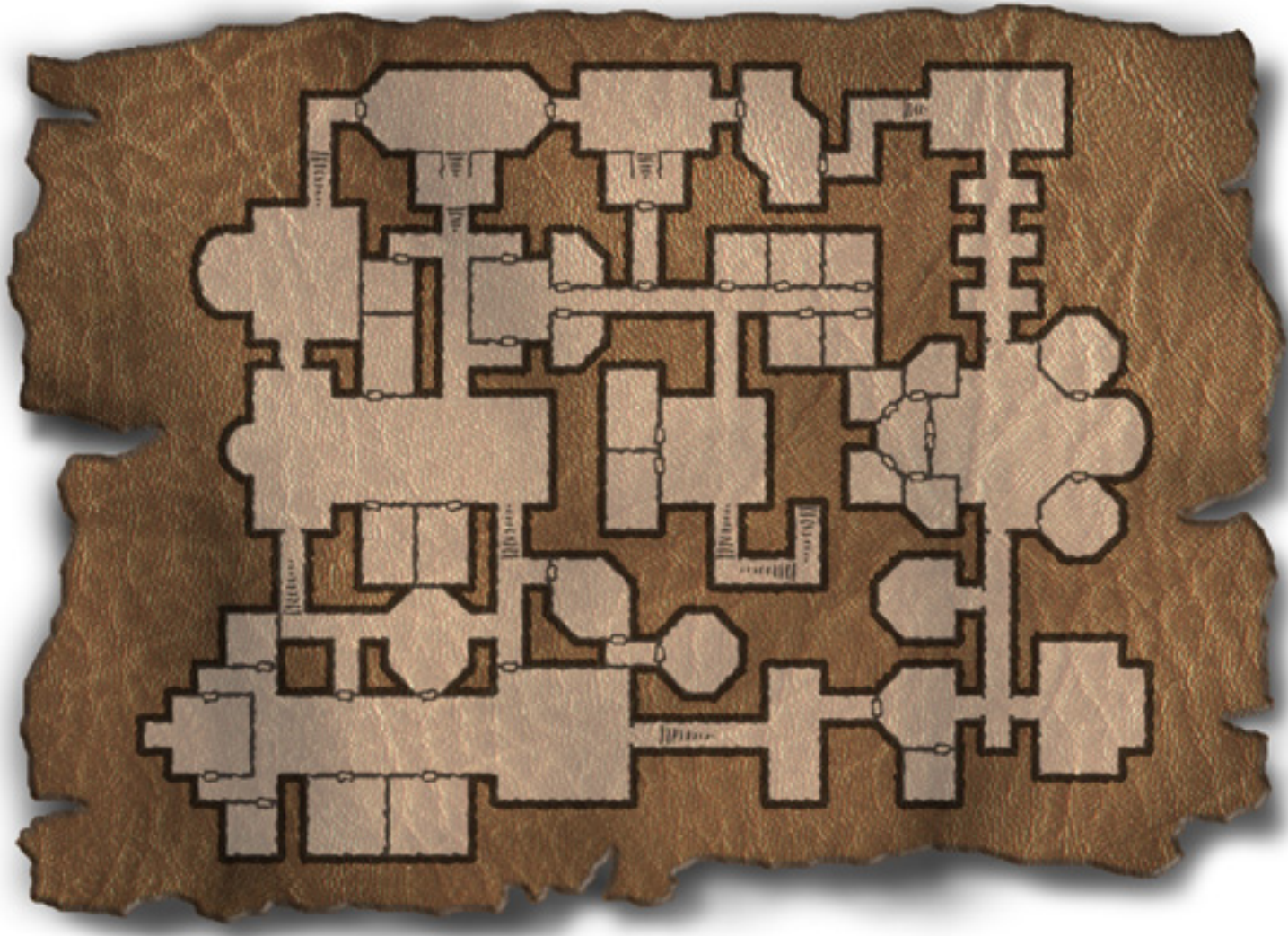
1 square = 10 feet

WEST

Jzadirune

1 square = 10 feet
Arrows = down





Malachite Fortress
1 square = 10 feet
WEST

Dungeon®

March/April 2003
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The vilest deeds like poison-weeds
Bloom well in prison-air:
It is only what is good in Man
That wastes and withers there:
Pale Anguish keeps the heavy gate
And the Warder is Despair.

—*Oscar Wilde*
The Ballad of Reading Gaol

COVER

Chuck Lukacs gives us a fresh look at the classic beholder with this illustration of Lord Orbius Vhalantru, a key player in "Life's Bazaar" and the city of Cauldron. An encounter with one of the eye tyrants when you're only 1st level is one a character won't soon forget!

JOY OF A NEW CAMPAIGN

Before you read this editorial, do yourself a favor: Take the magazine, turn to "Life's Bazaar," head to the little DM's room (or wherever you like to do your quality reading), and read through it.

Now we can talk. The adventures in this issue are all top-quality modules I'd run in my campaign in a heartbeat—pretty much the standard by which I decide to buy an adventure, to be honest. But "Life's Bazaar" is something new. *Dungeon* has never run an Adventure Path series before, and after years of protestation by many vocal readers, we've succumbed to the hue and cry and decided to forge ahead with this beast that has become my passion. I'm so excited about this thing, I start to get the shakes and dribbles when I think about the intricate plot details my authors are toying with. We even have an Adventure Path "council" forming, composed of all the authors of each module (and myself), the entire purpose of which is to keep the continuity strong and the Adventure Path exciting.

But what I'm really itching to talk about this month involves sweating palms, butterflies in your gut, and more rehearsal than you put into your 6th-grade musical performance of *Tom Sawyer*. No, this has nothing to do with members of the opposite gender; it's more important. I'm talking about starting a new campaign. To playtest the Adventure Path, I launched a weekly lunch campaign with some willing guinea pigs (aka, coworkers) here at Paizo to see what Joe or Josephine DM would go through trying to run these modules straight from our pages. (And for those of you keeping track at home, that's three campaigns we have going on here: My Adventure Path campaign, *Dragon* Editor Jesse "I look like a troll" Decker's gladiator campaign, and *Dragon* Associate Editor Matt "I just dropped out of Thomasson's campaign because I'm a big loser" Sernett's *Oriental Adventures* game. We're serious goobs.) I wanted to discuss what I consider two of the most fun elements of a new campaign: the new character, and the first fight.

Our first PC is Dree, the cautious and considerate gnome illusionist, and his cat familiar Mr. Dibbles, played by Matt Sernett (the illusionist, not the cat). Hallan the halfling druid, played by Jesse Decker, is naively honest, and won't go anywhere without his riding dog/animal companion, Fergus. Pressured to then create a stuntie character himself, *Star Wars Insider* Editor-in-chief Dave Gross compromised by playing the 5-foot-tall human fighter Oscar, whose "greatsword is taller than he is," according to Dave (not trying to compensate for anything, are you Dave?). Next is Laurethoron, the elven ranger played by our CEO, Lisa Stevens. Laurethoron has the perfect blend of enthusiasm and casual disregard for the law you love to see in a 1st-level character. And no, I'm not saying nice things about her because Lisa signs my paycheck. Really. Illustrious *Polyhedron* Editor Erik Mona plays Mestiphar, an albino human bard, of all things. Erik said he's determined to find out for himself whether bards stink. Good luck, Erik. Last but not least, our publisher, Johnny Wilson, plays Salvatorus, a lawful good cleric of St. Cuthbert. Now you probably don't know Johnny, but I have to give him props for stretching to play a lawfully aligned character (and believe me, it's a stretch). As Dave said, if Johnny's trying to play a lawful good character, we'll probably get neutral good, since chaotic reckless defines Johnny's typical alignment choice.

As for the first fight, it was great. After a lengthy investigation (4 1/2 hours), the group made their way back to Ghelve's Locks for the *third* time, where after repeated clues, they gave up the pretense of diplomacy, charged into the back of the shop, and started a brawl that culminated in the near death of Salvatorus, but the eventual triumph of the PCs over a single skulk (I'd like to remind you all that my players are game industry professionals). But you know what: That was probably the most exhilarating combat I've run in six months. Man, I love new campaigns.

Oh, and by the way, we're going monthly next issue. Strap yourself in.

Chris

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Dungeon

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LETTERS

Tell us what you think of this issue. Write to:
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SORRY, NO DICE

After reading your response to the letter James Thomas wrote in issue #95 regarding keeping the internal artwork clean, I decided this was worth a shot. Could you please stop printing *Polyhedron* magazine upside down and backwards? Honestly, I love *Polyhedron* and I swear on all my miniatures to continue to honor and respect it as its own magazine even if it follows *Dungeon* sequentially.

Living Greyhawk Journal follows *Dragon* nicely. A clear change in style denotes one from the other. Each magazine has only one front cover, as no publisher in their right mind would forgo selling the prime real estate on the back. Actually, can you give me a good reason why *Dungeon* doesn't follow *Dragon*'s example?

You can't imagine the looks I get waiting in the doctor's office. Not only am I reading one of those D&D magazines, but I'm reading it upside down! Sign of the devil, indeed.

Reed Konsler
Cambridge, MA

Sorry to disappoint you, Reed, but no chance. Printing Dungeon/Polyhedron as a flippy gives each magazine its own identity. Our recommendation: When folks in your doctor's office give you funny looks for reading an upside-down magazine, flash them some devil horns and a Gene Simmons tongue wag.

RANK AND FILE

The *Delta Green* "PX Poker Night" (*Polyhedron* #155) was great. There are only a couple things wrong with it. Your authors need to do a little research in the future. I can imagine you will get a lot of mail over this! Air Force bases don't have PXs. As you probably know, PX stands for Post Exchange, which are on Army posts. Air Force bases have the BX, which stands for Base Exchange. A small problem, but it is wrong! The second is that two of the NPCs are listed with the rank of "CPL," which stands for corporal. Corporal is an Army rank, not an Air Force rank. Here follows a list of Air Force enlisted ranks and pay grades from lowest to highest. As the Air Force Staff Sergeant and Tech Sergeant are one pay grade lower than the Army ranks of the same name, I assume all the enlisted characters should be one rank lower, namewise.

Airman Basic (AB)	E1
Airman (Amn)	E2
Airman First Class (A1C)	E3
Senior Airman (SrA)	E4
Staff Sergeant (SSgt)	E5
Tech Sergeant (TSgt)	E6
Master Sergeant (MSgt)	E7
Senior Master Sergeant (SMSgt)	E8
Chief Master Sergeant (CMSgt)	E9

As for officers, the Air Force and Army have the same rank structure.

I can qualify this with eight years of active duty in the Air Force. I separated from the Air Force at the rank of SSgt. It's impossible to be in for that long, get promoted to SSgt, and not know these facts.

These minor technical details bothered me and I had to write in; I couldn't let it go! These errors in no way decreased my enjoyment of the magazine. Thanks, and keep up the good work!

Joe Prozinski
Via Email

SEALED FOR A REASON

I am writing to you in response to the letter entitled "Not Kid Friendly," featured in issue #96. I am very happy to finally see that some adventures are being written with adults in mind. Most of the people involved with roleplaying games are adults. Adventures written for teenagers and young children get old very fast. There are no Disney-style roleplaying games available due to a lack of a viable market.

As long as the adventures are clearly labeled for content, such as a rating system or sealed adventure, *Dungeon Magazine* should be able to print adventures of all kinds. If you don't want it, don't unseal it.

While I applaud Joel's use of Dungeons & Dragons as an educational motivator for his six-year-old son, it is not *Dungeon Magazine*'s, nor anyone else's job to be a parental figure to his son. As a parent, it is his responsibility to filter out undesirable material. The sealed adventure is obviously marked in several areas of the magazine as mature content. At that point, the parent makes the choice of whether the adventure is acceptable for a six-year-old boy by either unsealing it or leaving it sealed. A six-year-old would not be able to get into the sealed adventure unless the parent opened it for him. I am an adult and even I had to perform delicate surgery on the adventure to keep from ruining it when I unsealed it. Also, unless the child is a Dungeon Master, he should not be reading the adventures as it would ruin the challenges contained within.

Personally, I think the products are wonderful. Wizards of the Coast should not be afraid to release more products of this nature, as they can greatly enhance any campaign if used properly.

Tony Harvey
Sterling Heights, MI

KID FRIENDLY REBUTTAL

I am outraged at the father who wrote the letter "Not Kid Friendly" for wasting your time, and I'm also a little peeved that you published it. This man is using *Dungeon Magazine* to excite his six-year-old child

about learning? I think there is something wrong with this picture. Sure, years ago my friends would have their children around while we played our RPG sessions. But at least they waited until the children could tell the difference between what is real and what is not before we allowed them to play—like around the age of puberty. Twelve- to thirteen-year-old children are good players. But I can see it now with the six year old. Years later, he commits a crime (hope not) and then the press finds out his father used *Dungeon Magazine* to teach his child the three "Rs" and how to kill a beholder with a greatsword. There goes another strike against D&D! Or imagine his first grade teacher when she gives him praise for learning his math quickly, and he replies, "Oh, I learned my math rolling dice for my father so he could have great strength to kill those evil giants." She would faint! I will go no further.

My vote stands for our club, which unanimously voted the big thumbs down on this father's letter to you (our members count now is twenty-five, and the average age is forty-five). We have some younger members and even some fifty-year-olds. Of course we played from the beginning—we started with *Traveller* before we found Dungeons and Dragons. So tell this father he is wrong, wrong, wrong to chastise your magazine.

Kenny Bader
Via Email

I got my first D&D books when I was about six, and although I didn't understand the arcane rules, I marveled at the pictures and did my best with Gary Gygax's impressive vocabulary. D&D undoubtedly made me a better reader, and it certainly didn't hurt my imagination. I think kids deserve a little more credit.

Lastly, psychologists have disproven the idea that RPGs lead to crime time and again. Let's not fall back on that canard in our own magazines, eh? [Erik Mona]

SOLVING CHRIS'S WOES

I am responding to your question in the editorial of issue #96. I remember when I had similar problems to yours [*The problem was getting your players to remember campaign-relevant information between game sessions. —Ed.*] and I can tell you three ways you might solve it. The first is to get some brand new, wet-behind-the-ears roleplayers. I have found that they usually remember everything, especially for the first few months.

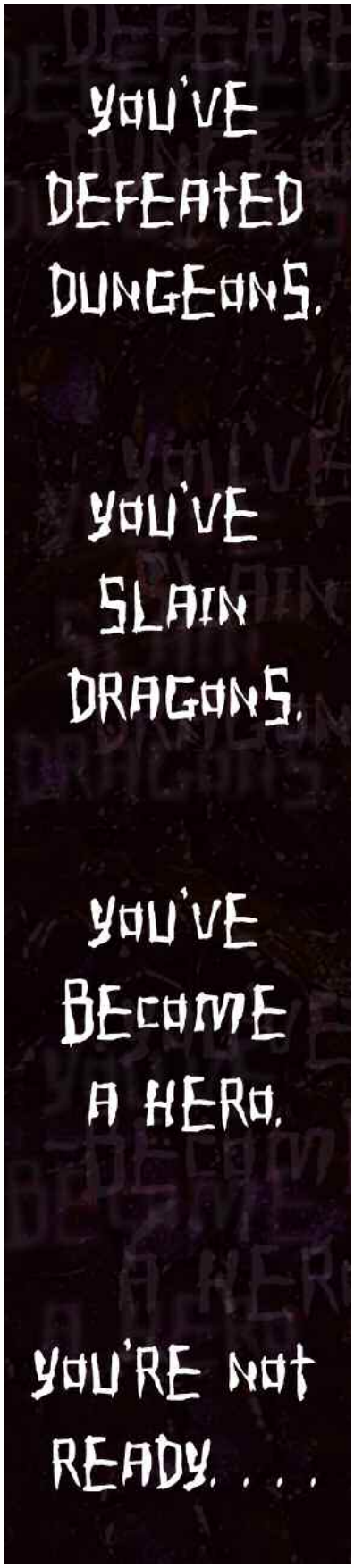
Second, if you find one person in the group who you can talk to during your down time and get them excited about the plots you are working on, that person will enhance it for the whole group. There's nothing like an, "Oh man! No way!" to get everyone's attention and get them focusing on what the commotion is.

I saved the best for last. I too had a Chogrin Flagonbearer. [*This is a Gandalf-esque character I use in my campaign to move the plot or give the PCs guidance when their lack of recall stalls the game. —Ed.*] He was known as Roc for short because his elven name was so long. Anyway, I allowed Roc to adventure with the PCs for a few games until they came to generally appreciate and even depend on him. Then in a sick twist (which brought several "Oh Mans!" and "No Ways!"), he lost a battle of wills with a sentient evil sword and turned on the party. This is especially useful when the NPC is far more powerful than the party. He almost killed the PCs, forcing them to retreat, then he was mysteriously zapped by a magical force field and vanished. They were hooked on the plots from then on, especially when you drop in a few hints every once in a while that their fellow hero might still be alive. Think about how well it worked for Tolkien when everyone thought Gandalf was dead after the battle on the bridge. You should find the attention back where you want it. Good luck and cheers on your magazine.

Brian Hamner
Tuscaloosa AL

MATURE TONE

First off, let me chime in as loving Polyhedron. I subscribed because of the d20 content. The current format, page tabs, and all, are all flawless.



That said, the more mature tone of recent adventures is making me re-think my multi-year subscription. Both the included sealed section in issue #95 and the drug use in issue #96 have, as several others have noted, caused me to withhold the magazine from my gaming group, which consists of two married couples and our children, ages twelve through sixteen.

It is understood that you have to sell magazines to your market. I just don't see much vileness in *Harry Potter* or *Lord of the Rings*, which manage to be exciting, adventuresome, and riveting without resorting to drug use, rape, or any of the other things that have begun creeping into DUNGEON. The market for those films includes the adults of the next decade, who will have to decide if they want to buy DUNGEON. Unfortunately, I'll have to warn mine to steer clear if the current trend continues.

Scott R.C. Smith
Rochester, NY

The sealed section in issue #95 is still under debate, as evidenced by the four letters on the subject in this very issue. But we take issue with the accusation that we presented drug use in issue #96 to sell issues. The fact is, the gladiatorial combat in "Pandemonium in the Veins" was modeled, in part, after modern-day athletics, and drug use is a problem in sports, as it is in society at large. If portraying drugs in even a negative light is bad, should we then remove all the violence in the adventures as well? We did offer a clear warning in the adventure's introduction that while the adventure dealt with the topic of drug use, it mimicked the real world since using the substance could result in severe repercussions, including death.

SURPRISE VILE

In issue #96, Joel Rodda spoke about his feelings regarding the mature section in issue #95 that related to the *Book of Vile Darkness*. I continue to see negative feedback about this, but I also see that the powers that be are disregarding it and asking for more feedback. I am taking this opportunity to voice my opinion as negative on that material in your magazine. I have a child that I am attempting to get into gaming also. I would like him to be included in the hobby. I do not want this type of thing shipped to my home, either. I game with 10–12 different people. Not one has a positive thing to say about this material in your magazine. And *only* one purchased the *Book of Vile Darkness*. I was actually hoping to get the stats for Demogorgon, Asmodeus, and Orcus outside of that publication.

If you think there is a market for that material, sell it to those people. But when I bought a subscription, I did not anticipate that type of material being sent to me. I would never choose to buy it. I feel that these types of publications as a whole give fuel to the anti-gamer sentiment.

Ty Crockett
Via Email

We don't disregard anyone's opinion, Ty. That's not why we asked for more feedback. The truth is, the feelings on mature content were split until we sent out that plea for more feedback. The slight majority now seems to favor no more mature content in DUNGEON. *For the near future, then, that's the policy we'll follow. Still think we don't listen to our readers?*

PRO POLY

Just to start, I'm going to identify myself as someone who purchases DUNGEON/POLYHEDRON for the POLY side of things. So, I'm spending $9.99 Canadian, plus tax, for about 64–70 pages every other month. While I appreciate the adventures on the DUNGEON side of things, and may use one in the future should I decide to play D&D, they aren't what I'm spending my money on. That said, I think my money is being well spent. I'm purchasing around 150 pages of RPG material, with bonus maps and counters, for 10 bucks (or 8 bucks for Americans). Try finding a 150-page supplement that's not a PDF for the same cost and quality of DUNGEON/POLYHEDRON—bet you can't find one. So, it amazes me that people are griping about the cost of the magazine, or that they're wasting their money for POLYHEDRON, when the facts show otherwise.

J. Longden
Via Email

BLIND MAN'S BLUFF

BY ROB MANNING

ARTWORK BY JASON A. ENGLE · CARTOGRAPHY BY PETER WHITLEY

† Magic Items Monsters NPCs Objects Settlements Traps

"Blind Man's Bluff" is a D&D Side Trek for four characters of 6th level. It can easily be modified for different levels using the "Scaling the Adventure" sidebar. A good balance of classes is preferred. As there is very little continuity with an outside world needed, the story can easily be dropped into any campaign that includes a sparsely populated grassland region. The adventure uses the wight template printed in *Dragon Magazine* #300, although that issue is not necessary to run the adventure.

BACKGROUND

Illithids find ettins, with their two similar brains, a delicacy. A small cult of illithids lives near the surface of the rolling grasslands that the PCs find themselves traveling through. This clutch, led by a matriarchal wizard, successfully gathered a large following of grimlocks and spent most of their time trying to conquer a large colony of mountain dwarves in the Underdark. Tired of being at the bottom of the hierarchy, one particularly reckless mind flayer wanted to improve his lot in life by capturing a live ettin near the surface and bringing it to the matriarch as a surprise feast.

This mind flayer's group of specially trained grimlock followers were unafraid to be *teleported* to the surface to help their master gain favor. The deadly force waylaid several small outposts and caravans, the mind flayer probing for stories and memories of the legendary two-headed giant from captured prisoners. Eventually, he wrenched the location of such a beast from the mind of a victim, and the group traveled to the site.

This information was old. The location was correct, but a few weeks previous to the illithid-led raid, a gang of wraiths slew the ettin and turned it into a wight. The illithid brazenly marched his small force into the cavern and attacked what he thought was an unintelligent giant. He was quite surprised as the thing resisted every mind trick he had. The ettin-wight plowed through the grimlock horde and with two quick strikes, seriously wounded the flayer. A *ring of spell storing* allowed the staggered mind flayer to *teleport without error* shamefully back to the Underdark.

A few of the grimlocks survived the ettin-wight's terrible claws. As their master deserted them, they split into two groups. One group panicked and headed deeper into the cave, thinking it another way back to the Underdark. The monster followed them and trapped them in a tight crevice at the rear of the cave. The other group was luckier and escaped into the surrounding gullies and copses of trees, forming a plan to rescue the other group. One of the trapped grimlocks is related to a noble grimlock family and if the others return home without him, their lives would end in a horribly painful fashion. These grimlocks see the PCs as a solution to their problem. Their plan is detailed below.

The cult of mind flayers is currently engaged in the discipline of the reckless young mind flayer and is not detailed in this adventure.

SYNOPSIS

The PCs, en route to some destination, encounter the group of grimlocks desperate to recover their missing brethren. Disguised as dwarven lepers, the grimlocks offer the PCs an incentive to destroy the ettin wight and rescue their companions.

The characters head to the ettin's cave, which lies but a short distance from the grimlocks, and enter. There they battle the undead terror and rescue the grimlocks trapped within the ettin's home. Once this is accomplished however, the first group of grimlocks betrays the characters and attacks them from the rear. The PCs must defeat these treacherous creatures, but they might later face the wrath of the mind flayer cult or more grimlocks looking for revenge for their slain nobleman.

BEGINNING THE ADVENTURE

The party begins by traveling down a rough stone road. They might be advance scouts for a caravan or wagon train, or just moving toward their next adventure.

The road you've been following has been getting more and more overgrown. Small saplings can be seen growing in the lane occasionally, and the tall grass is so plentiful in this area that it fights for space among the stones that make up the ancient road. You haven't seen a farmhouse in at least two days, and you passed the last civilized town two days before that. The last person you talked to only spoke of vague rumors concerning the "wild lands" to the east, but even animal life has been scarce. Only a few birds, a small pack of wild dogs that paced alongside your party for an afternoon, and a family of antelope have broken the monotony of the gently rolling hills.

Yesterday it all began to change. First came the cold weather. The gentle southern wind slowly shifted to come from the north, and with it appeared wisps of clouds. During the day, the hills grew more rocky and angular. The road continued on, and the clouds held off for that day. The following morning, the clouds began to build up, turn darker, and slowly roll across the sky. A light mist began to fall and fog began to form in the low places.

It is early evening when you reach a bridge spanning a nearly dried riverbed and are thinking of stopping for the night to make camp near the water, when you hear the sounds of battle in the far distance. A haunting melody lilts over the twilight air from the same direction.

The sounds are the result of the grimlock sorcerer's *ghost sound* spell (see below). The music fades quickly and the sounds of battle continue for 3 rounds.

Creatures (EL 6): You can roleplay the final night before the grimlock encounter, if desired. A pair of owlbears has plagued the area, and both could attack while the PCs sleep.

Owlbears (2): hp 45, 51; *Monster Manual* 148.

DWARVES IN TROUBLE (EL 6)

The five grimlocks that survived the slaughter of the ettin-wight returned to the road that brought them here. They want to save their sovereign but are afraid to attack

the beast themselves. Their ad-hoc leader is a 3rd-level rogue named Gukinau. His companion, Ghotee, is a 4th-level sorcerer with a tiny bat familiar that the grimlock uses to "see" the area outside her sphere of blindsight. The other three are normal representatives of their species.

Creatures: The bat familiar has been flying back and forth between the cave and the road, allowing the escaped grimlocks to notice the PCs. They quickly concocted a plan where Gukinau, in full disguise, and Ghotee, under the effect of a *change self* spell, approach the party and beg for help. Both grimlocks have *misdirection* cast on them (with a nearby boulder as the target for the spell). The grimlocks give the PCs a few moments to ponder the sounds of battle before stepping from cover with arms raised in a posture of peace.

"You arrived just in time, Moradin be praised. Do any of you know the language of the dwarves?" A voice with a heavy dwarven accent barrels across the riverbed. Shuffling down the road come a pair of dwarves wearing robes, brimmed hats, and heavy bandages. An older dwarf, walking arm in arm with a younger, middle-aged dwarf, seems to have trouble walking or seeing, judging from his slow pace. The elder continues in a patchy, broken Common, as the pair stops some distance away. "We cannot get too close. The form of leprosy we suffer from is not supposed to spread easily, but it is better to be safe." He pauses to let that sink in as he readjusts the scarf covering his mouth with a pale, deformed hand.

"We are monks from the mountains to the east who were returning home after a long pilgrimage when we were lured from the road by that strange music. By the beard of the Great Smith, I was able to resist the evil of the tune. I broke the spell for my companion and we slowly followed our enchanted companions. Not too far from here lives a giant and some humanoid minions. Our poor brothers were gathered up by that brute and taken inside a cave. It sounded like the music came from within as well. My companion and I are too weak to rescue our brothers, although it sounds like they are trying to escape. Since you are here, and we have money, would you please save our brothers?"

Gukinau, Male Grimlock Rog3: CR 4; Medium-size Monstrous Humanoid (4 1/2 ft. tall); HD 2d8+2 plus 3d6+3; hp 28; Init +5; Spd 30 ft.; AC 18, touch 11, flat-footed 18; BAB +3; Grap +5; Atk +6 melee (1d8+3/crit ×3, +1 battleaxe) or +6 ranged (1d8/crit 19–20, light crossbow); SA sneak attack +2d6; SQ evasion, uncanny dodge (Dex bonus to AC), blindsight 40 ft., immunities (gaze attacks, visual effects, illusions, other attack forms that rely on sight), scent; AL NE; SV Fort +2, Ref +9, Will +3; Str 15, Dex 16, Con 13, Int 10, Wis 8, Cha 12.

Skills: Bluff +9, Climb +7, Disguise +9, Hide +8*, Intimidate +4, Listen +6, Move Silently +6, Search +5, Spot +3, Use Magic Device +7. *Feats:* Alertness, Improved Initiative.

*Grimlocks receive a +10 racial bonus to Hide checks in mountains or underground.

Languages: Common, Dwarven, Grimlock.

Possessions: +1 battleaxe, leather armor, buckler, light crossbow with 20 bolts, dagger, *wand of obscuring mist* (12 charges), sack with 12 silver ingots (200 gp).

Ghotee, Female Grimlock Sor4: CR 5; Medium-size Monstrous Humanoid (5 ft. tall); HD 2d8+2 plus 4d4+4; hp 27; Init +5; Spd 30 ft.; AC 15, touch 11, flat-footed 14; BAB +3; Grap +3; Atk +3 melee (1d6, club); SA spells; SQ blindsight 40 ft., immunities (gaze attacks, visual effects, illusions, other attack forms that rely on sight), scent; AL NE; SV Fort +3, Ref +5, Will +6; Str 10, Dex 13, Con 12, Int 10, Wis 8, Cha 16.

Skills: Climb +7, Concentration +5, Hide +6*, Listen +6, Search +5, Spellcraft +3, Spot +3. *Feats:* Alertness, Improved Initiative.

*Grimlocks receive a +10 racial bonus to Hide checks in mountains or underground.

Spells Known (6/7/4; base save DC = 13 + spell level) 0—*daze, detect magic, ghost sound, mage hand, read magic, resistance;* 1st—*change self, magic missile, ventriloquism;* 2nd—*misdirection.*

Note: Ghotee has already cast the following spells today: *ghost sound* and *misdirection* (twice). This leaves him with five 1st-level, seven 2nd-level, and two 3rd-level spells left to cast for the day.

Possessions: Stone club, scroll of *rope trick,* scroll of *invisibility,* pouch with 35 gp.

Uskee, Bat Familiar: CR —; Diminutive Magical Beast; HD 6d8 (effective); hp 13; Init +2; Spd 5 ft., fly 40 ft. (good); AC 18, touch 16, flat-footed 16; Atk —; SQ blindsight 120 ft., familiar (see the *Player's Handbook* page 51); SV Fort +2, Ref +4, Will +2; Str 1, Dex 15, Con 10, Int 2, Wis 14, Cha 4.

Skills: Listen +9*, Move Silently +6, Spot +9*.

*Bats receive a +4 racial bonus to Spot and Listen checks. These bonuses are lost if blindsight is negated.

Grimlocks (3): hp 13, 11, 10; *Monster Manual* 114.

Tactics: Gukinau's disguise (as the old dwarf) is mostly to cover his ears and mouth, stoop a little, and act blind. His pale skin color adds to the ruse of being a mountain dwarf. Ghotee's *change self* is a flawless recreation of a mountain dwarf, as the grimlocks have encountered them many times before.

Gukinau blames his poor eyesight for the lack of details about the ambushers (race, number of foes, and so on), but tries to answer any questions he can. Ghotee's answers to questions are brief and simple, spoken as if she had the intelligence of a child. Players should have no reason to disbelieve the authenticity of these two. The

distance, the light fog, and the dim light of evening should also add to the ruse (adding a –2 circumstance penalty to any of the PCs' Spot checks).

If the PCs accept the plea for rescue, Ghotee reveals a bag of silver ingots (200 gp worth) as payment for the PCs. Gukinau promises that they have only touched the bag and not the silver, which they pour out on the ground if the PCs accept the "dwarves'" plea. If the PCs do accept, all of the grimlocks wait 10 minutes after the PCs leave before following the characters' to the cave entrance. The "monks" refuse help or guards, gesturing toward a hollow near the road and telling the characters they'll wait there (another lie requiring an opposed Bluff check by Gukinau).

Contradictory information obtained via Divination spells cast other than *discern lie* or *detect evil* (which are foiled by Ghotee's *misdirection* spell) can be explained away as Ghotee's vanity at trying to cover her disease. Gukinau reprimands her and Ghotee scurries off into the bushes at the side of the road in a gesture of shame. The other grimlocks remain hidden in the riverbed or on the opposite bank. Piercing the grimlocks' subterfuge in any way (such as via *true seeing*, a Sense Motive check, or a particularly perceptive Spot check versus Gukinau's Disguise check) forces the creatures into their backup plan.

Development: Should the grimlock's duplicity be discovered, Ghotee casts *ray of enfeeblement* on the person with the largest melee weapon on the first round. The next round, she casts her second ray at a random PC, and then she closes for melee. Gukinau attempts to activate the wand he carries with a Use Magic Device check (DC 20) to effectively "blind" the PCs before throwing himself into melee with the character to whom he was talking, maneuvering to flank once Ghotee becomes engaged.

Two of the other grimlocks begin throwing rocks wildly into the area of the battle the first 2 rounds, then close for melee. A final grimlock has been instructed to wait for the outcome of the fight: If the grimlocks lose, he is to run openly (no Spot check required) toward the cave where the others are trapped, drawing the PCs' attention. All of the grimlocks are prepared to die to free the one in the trapped noble.

THE CAVE OF THE ETTIN

The ettin's cave lies roughly 500 feet from the area where the PCs encounter the grimlocks. The cave is easy to find; and four grimlock corpses lie scattered just within the entrance. The grimlock from the last encounter hides nearby if things did not go the way his leaders planned.

1. CAVE MOUTH

Once the PCs enter the cave, assuming they have a light source, read the following:

> A stench of carrion overpowers this large cavern. Several bones and spots of blood lie strewn around the area near the cave's mouth. A dead antelope is draped over a stalagmite stump. Judging from the decay, the antelope has been there a week or more. A few crevices toward the back of this roughly 40-foot-square cave might lead to other rooms. Nothing moves in here except some lazy flies.

This area was the living quarters of the ettin before its undeath. A nest area consisting of flea-infested animal skins contain no treasure.

2. INTERSECTION (EL 7)

The three tunnels from the living quarters all join at this area. The grimlocks have crawled down in a narrow crack

SCALING THE ADVENTURE

"Blind Man's Bluff" is designed for four 6th-level PCs, but it can be adapted for parties of different sizes or levels. Consider altering the adventure as follows:

2nd- to 3rd-level PCs: Run the adventure as written, but with the following changes:

- Drop the owlbear encounter.
- Make the ettin-wight a pair of ghouls, or if you have access to *Dragon* #300 and the wight template, a pair of troglodyte wights.
- Drop the normal grimlocks, but keep the two "monks." Make sure that Ghotee and Gukinau don't arrive once the noble grimlock is freed until the third or fourth round of any ensuing combat.

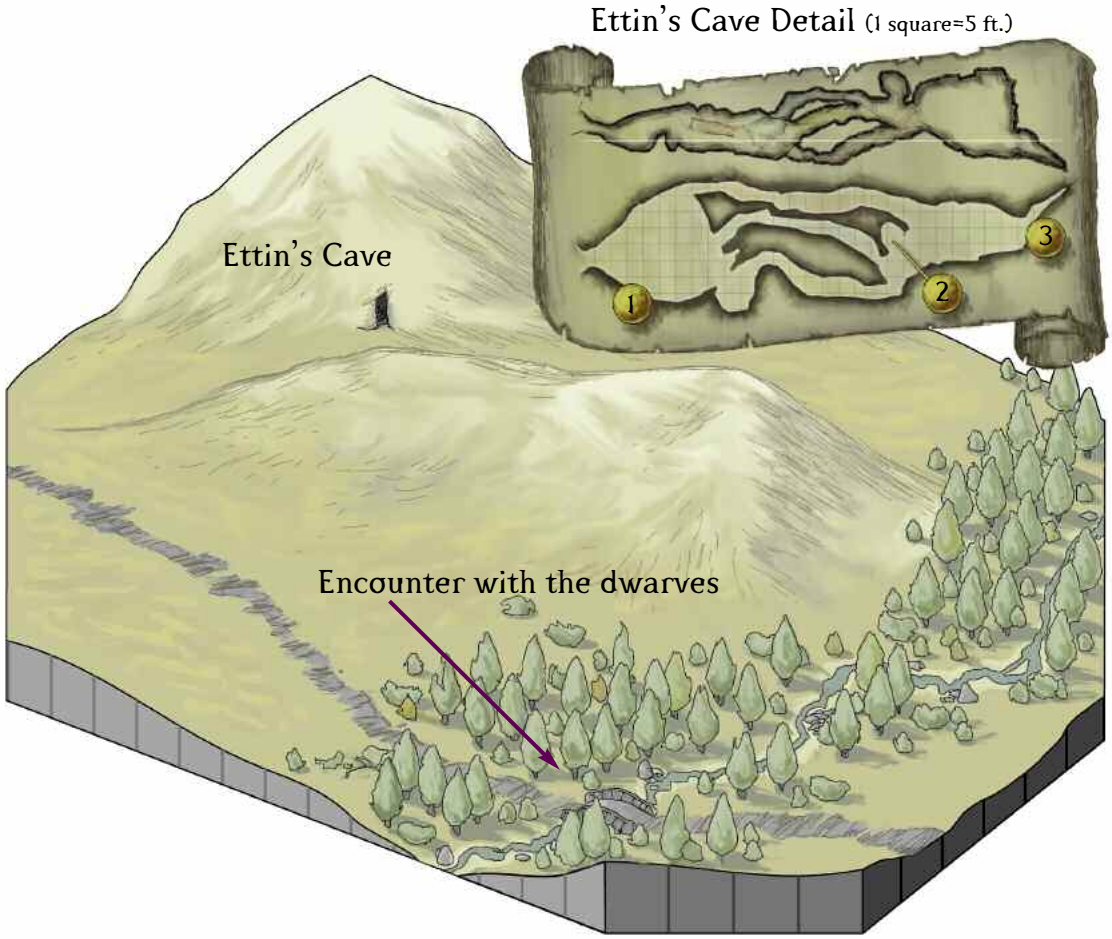
4th- to 5th-level PCs: The adventure as written almost works for characters of this level, requiring just minor changes.

- At most, allow one owlbear.
- Drop the wight's belt.
- Reduce the number of normal grimlocks outside the cave to two.

7th- to 8th-level PCs: Run the adventure mostly as written, but challenge the PCs with the following changes:

- Make the owlbears a trio of displacer beasts.
- Add 1–2 levels each to Ghotee and Gukinau.
- Add another 1 or 2 wights made from grimlock victims that lurk in the cave with the ettin.
- The final encounter should involve 10–12 grimlocks, and several of them could have levels in barbarian, rogue, or sorcerer.

Remember that changing the Encounter Levels should raise or lower the amount of treasure. Consult page 170 in the *Dungeon Master's Guide* (**Tables 7-2**, **7-3**, and **7-4**) to determine treasure appropriate to the new encounters.



that the ettin once used for its waste disposal. The wight has decided to lay in wait for its cornered prey. It has chosen to set up an ambush in a hollow place above the tunnels where it once stored its treasure and should notice any light source the PCs carry. If the party travels stealthily, the wight can make Listen and Spot checks opposed by the PCs' lowest Move Silently or Hide checks to detect them. The ettin is likewise hiding on a ledge in the shadows near the ceiling of the cave, and the PCs can make Spot checks to detect it or risk being caught flat-footed.

The tunnel widens ahead, but the stench of carrion becomes nearly overpowering. You see a crevice in the floor with scratch marks along the edge, and several bones are scattered about the floor. The floor shakes as a large fur-covered shape drops down next to you from a wide ledge near the ceiling. This massive, two-headed giant raises a clawed hand and the massive femur of some long-dead beast, baring unnaturally long, sharp teeth as it bellows in triumph.

Creature: The ettin-wight won't back down. It might catch the PCs flat-footed with its first surprise attack (PCs' Spot versus wight's Hide) from 15 feet above.

Ettin Wight: CR 7; Large Undead; HD 10d12; hp 70; Init +4; Spd 30 ft.; AC 22, touch 9, flat-footed 22; BAB +7; Grap +18; Atk +12/+7 melee (1d10+7, greatclub) and +12 melee (1d6+7 plus energy drain, slam); SA create spawn, energy drain, superior two-weapon fighting; SQ darkvision 90 ft., undead traits; AL CE; SV Fort +7, Ref +3, Will +4; Str 25, Dex 10, Con —, Int 6, Wis 12, Cha 15.

Skills: Hide +6, Listen +9, Spot +9. *Feats:* Alertness, Improved Initiative, Power Attack.

Create Spawn (Su): Any corporeal creature other than a construct, ooze, or undead slain by a wight's energy drain becomes a wight within 1d4 rounds. Spawn are under the command of the wight that created them and remain enslaved until its death. They gain the wight template as detailed in *Dragon* issue #300 (or just use wights as described on page 183 in the *Monster Manual*).

Energy Drain (Su): Living creatures hit by the wight's level-draining natural attack (in this case, the ettin wight's slam attack) receive 1 negative level. A Fortitude save (DC 17) avoids the permanent level loss. See the *Dungeon Master's Guide* page 75 for the specific details of energy drain.

See the *Monster Manual* page 89 for the ettin's special attacks and qualities, and page 6 for a description of undead qualities.

Possessions: The ettin wears worthless, flea-ridden goat furs and a stained, normal-looking belt that is actually a *belt of ogre power +2* (as the gauntlets, but worn in the belt chakra). It also carries a sack holding 250 gp and a tarnished bronze disc that functions as an *amulet of natural armor +1* if attached to a chain or other necklace and worn around the neck.

The bones on the floor are the remains of other victims. The crevice is less than 2 feet wide and nearly 20 feet deep. The smallness of the cave and the size of the wight should make flanking attacks difficult.

Tactics: The wight attacks any lightbearer in the party first, focusing on one foe before turning to the rest of the PCs. If turned, it takes a round of undefended attacks and tries to flee out of the cave, returning only after nightfall.

3. HIDDEN NICHE

A rough cube-shaped niche, 10 feet on a side, is situated 15 feet up from the floor. A Spot check (DC 15) or investigation of the ettin's hiding place reveals its presence. To reach it, a successful Climb check (DC 15) is required. This small, unadorned area is where the undead creature stores its treasure.

Treasure: All told, 2,580 cp lie strewn throughout this niche. A casual Search (DC 15) also turns up a locked, iron box jammed in a crevice in the ceiling (no key, Open Lock, DC 18) that holds eight bars of jade (50 gp each). A more thorough Search (DC 20) or *detect magic* reveals a *+1 shortspear* shoved even farther back into this crack in the ceiling.

THE END? (EL VARIES)

Whether the undead creature flees or falls, the PCs might feel safe to breathe a sigh of relief, but the time to rest is taken from them.

Creatures (EL 2, 3, or 8): Soon after the ettin is vanquished, the PCs hear the sounds of the two grimlocks trapped below climbing out of the crevice (it takes them 1 round to do so). Any grimlocks that survived the first encounter enter from the outside as well. The EL of this encounter is 2 if just the crevice-bound grimlocks survive, 3 if they and the one that lured the PCs to the cave survived, and 8 if all the grimlocks remain alive.

Trapped Grimlocks (2): hp 15, 11; *Monster Manual* 114.

Refer to "Dwarves in Trouble" for the statistics of the other grimlocks.

Tactics: The PCs find themselves surrounded by up to seven grimlocks. Humiliated by his defeat at the hands of the ettin-wight, the noble clambers from the crevice, and if he sees support from outside, orders all the remaining grimlocks to attack. If half their number are defeated, the noble attempts to flee, as do the other grimlocks once they see their leader taking to his heels.

If only the two crevice-bound grimlocks live, the noble pleads for the PCs to show mercy and allow him to return to his home in the Underdark. Should the PCs threaten this grimlock or show undue reluctance, he promises to send them a reward of 1,000 gp once he makes it safely home. The noble is true to his word, and if the PCs do allow he and his underlings to leave in peace, within a month, a courier bearing 100 pp tracks them down to deliver the promised sum and a short note of thanks. If the PCs attack him, he tries to flee.

If a battle breaks out and Ghotee is still alive, she casts *mirror image* on the noble as her first action. If they escape, Ghotee casts *rope trick* within a mile of the cavern mouth, and the surviving grimlocks try to rest in the extradimensional space until nightfall before beginning their quest to find a path to the Underdark.

CONCLUSION

The PCs leave many loose ends after completing the adventure. A cult of illithids still reigns somewhere nearby. Can the grimlocks find their way back underground? Can the PCs track them? The wraiths (or wights, or perhaps some vile necromancer) that created the ettin-wight have vanished somewhere, and more bizarre undead creatures might begin appearing across the countryside. These hooks could send the PCs in any number of directions. This same road might even pass by the barbarian, Roughner, from the adventure "Rage" in *Dungeon* #89. Ω

CRITICAL THREATS

BY ROBERT HARRIS
ARTWORK BY DAVID HENDEE

XOLLOX

Xollox, known to the Urnstmen as the Sagacious One, hatched long ago in the area now claimed by the Horned Society. The Hierarchs altered the few beholders they caught in the region in an effort to "improve" them through training and indoctrination. Xollox was their only success. They taught him two things believed to be utterly lacking in his species: obedience and fear.

He eventually turned on his masters when they sought to transform him into an undead horror (disproving the obedience theory). He managed to escape and settled in Radigast City in the County of Urnst. There he became a dealer in secrets, leaving his former life behind. Now he wishes to enjoy the remaining years fate has allotted to him, free from undeath or durance vile, and fully able to pursue the new goals he has set himself.

Xollox can obtain information on almost any topic, given sufficient time. While he has little use for money or valuables, he covets new magic. But he typically accepts only two forms of currency: food (preferring delicacies such as purple worm hearts) and valuable information. Having lost the ability to charm minions, he has instead developed a large and loyal cadre of informants who keep him apprised of all interesting happenings in the region.

APPEARANCE

Xollox's true form is horrid, betraying his age and decrepitude. His vermilion hide once sported foot-long black horns and struck terror in all who gazed upon him. Time has broken and yellowed his spikes and his scarred form has acquired the sickly pallor of impending death. Curiously, a strange arcane interaction with his *ring of x-ray vision* changed the irises of his many eyes to an odd silver color. He only retains eight of his ten eyestalks; he wears a magical ring on each of the two withered stumps.

Xollox, Beholder Rog6: CR 19; Large Aberration; HD 11d8+33 plus 6d6+18; hp 112; Init +8; Spd 5 ft., fly 20 ft. (good); AC 24, touch 13, flat-footed 20; Atk +15 (ranged touch), or +7 melee (2d4+1, bite); SA eye rays (less *charm person* and *charm monster*), sneak attack +3d6; SQ all-around vision, antimagic cone, fly, evasion, uncanny dodge (Dex bonus to AC, can't be flanked); AL LE; SV Fort +8, Ref +12, Will +14; Str 12, Dex 19, Con 16, Int 18, Wis 17, Cha 16.

Skills: Diplomacy +10, Gather Information +11, Hide +20, Intimidate +10, Knowledge (arcana) +11, Listen +24, Move Silently +13, Search +25, Spot +30, Use Magic Device +12. *Feats:* Alertness, Flyby Attack, Improved Initiative, Iron Will, Leadership, Point Blank Shot, Shot on the Run.

Possessions: Amulet of proof against detection and location, ring of x-ray vision, ring of blinking, ioun stones (deep red, pale lavender—15 spell levels remaining), *potion of detect thoughts* ×2, *potion of fire breath,* 22,500 gp worth of furnishings, art, and portable valuables.

TACTICS

Few people outside his loyal followers and former comrades in the Horned Society have ever laid eyes on Xollox and survived. All who exchange information with him see only a shrouded humanoid figure perched atop a pile of pillows. This is merely a dummy that Xollox manipulates with his telekinetic eye ray. He rests beneath the heaped pillows, using his magic items to evaluate his visitors. Though evil, he honors his agreements and few of his clients have reason to harm him.

If threatened or attacked, Xollox simply unleashes a fusillade of deadly rays at the offending party. If his antagonists are numerous and powerful, he retreats down a vertical shaft beneath the pile of pillows to a warren of underground passages. Being nearly undetectable and able to see (and cut) through rock, he hides and strikes at will, preferring to sneak attack victims with his damaging eye rays, all while *blinking* to defy counterattacks.

DEVELOPMENT

PCs might interact with Xollox or his informants in their travels through the County of Urnst. The Sagacious One's reputation for knowing the unknown and his strange appetites make him a frequent topic of speculation in shady circles.

Xollox could assume that the PCs are Horned Society agents sent to locate and capture him, causing him to strike first. He might become obsessed with the party after their return from a foray into the Rift Canyon and rumors emerge that an artifact resides therein that can restore youth and vigor to the aged and infirm. Players might notice his minions trailing them—either confirming information given the beholder in trade or gathering information on them for their enemies. Xollox might even hire them (through an intermediary) to strike at nearby enclaves of Horned Society infiltrators.

Alternatively, if they decide to remain in the area near the County of Urnst and Radigast City, they might even develop a mutually beneficial relationship with the renegade beholder. Ω

HEART OF THE IRON GOD

BY CAMPBELL PENTNEY

ARTWORK BY RAMON PEREZ • CARTOGRAPHY BY ROBERT LEE

† Magic Items Monsters NPCs Objects Settlements Traps

"Heart of the Iron God" is a D&D adventure designed for four 13th-level characters. Those who survive should advance roughly 75% of the way to 14th level. A wizard capable of transportation magic would be particularly useful, as would a stealthy character such as a rogue. A character with the Knowledge (architecture & engineering) skill will find many opportunities to gain unique knowledge and information. This adventure uses the Greyhawk gods Heironeous and Erythnul, but any similar deities from your campaign could be substituted. The adventure can take place within any setting near a major coast.

BACKGROUND

Thousands of years ago, the god Heironeous aided his followers in the construction of a massive iron guardian known as the Colossus. This construction was a titanic, 185-foot-tall statue created to defend the land from evil and malice. The Colossus was built with a habitable interior to allow followers of Heironeous to control basic mechanisms within the statue, while the soul of a selfless priest was bound within the structure itself to endow it with a living mind. The massive construct was an invincible force, and on numerous occasions defeated evil that threatened to dominate the land.

So powerful was this creation that evil had no chance within the area and was forced to move on to darker lands. Occasionally a need for it arose once more, but mostly it spent years on end in a huge cavern, guarded by members of the church. The periods of time between uses of the construct lengthened, and eventually, evil uprisings were small enough that bringing out the Colossus wasn't worth the effort. Priests eventually stopped tending to the thing, and when an earthquake collapsed the entrances to the cavern complex, few remained who even knew of the construct's existence. Time passed, and memories of the titanic defender passed into legend and myth.

Now, thousands of years later, the walls of the ancient cavern have been breached. The dark magician Xentarich, a man of cruel cunning and vast resources, was excavating earth from the region in order to create an underground fortress for his troops. He found the Colossus completely empty, and the spirit locked within its frame confused and bewildered. Taking advantage of the situation, he forged a pact with the church of Erythnul to allow the construct to be transported to a new, more convenient hiding place. The church also sent a priest to aid Xentarich (and watch the wizard's activities), and a small battalion of warriors to act as a bodyguard. In exchange, the greedy Xentarich agreed to use the Colossus as an agent of destruction on behalf of Erythnul and his church, hiring a crew of eager gnome engineers to pilot and crew the construct.

Of course, to realize his plans, Xentarich had to trick the good spirit within the mind of the Colossus, insisting that he was an agent of the good gods who had been sent to rescue the Colossus from its prison for use as a weapon against the evil and "heretical" lands of the present day. Once this was accomplished, Xentarich used the Colossus to begin a campaign of mass devastation across the land, demanding huge ransoms from local barons and kings. These funds were then used to hire more crew and improve the inner workings of the Colossus. Once Xentarich's own lands were subjugated, the wizard turned his attention to the rich and prosperous lands to the east. The Colossus was reinforced for underwater travel and crossed the sea by striding along the ocean floor. It has now emerged in the PCs' homeland and has already caused severe destruction upon nearby coastal villages. The construct's giant voice demanded an impossible ransom as it began a path of destruction toward the nearest large coastal city. So far, no one has found a way to stop the device, and time runs short.

SYNOPSIS

The PCs have just left a town of your choice when the massive Colossus appears from over the horizon and tramples its way into a small village, causing massive damage. Smart adventures notice it is on a direct path to a nearby coastal city. The PCs have one day to prevent the Colossus from reaching the city. Close inspection reveals several small entrances leading inside the construct. The PCs must penetrate the outer surface and enter the monstrosity. Once within, they travel through the body of the Colossus while fighting off its crew and guards. Upon reaching Xentarich, they fight a deadly battle to halt his wicked plans. After this fight, they must convince the confused mind of the Colossus of their good intent and persuade it to stop the destruction. If they are successful, the Colossus begs to have its ancient life ended, pleading to the characters to destroy its heart. This frees the tortured spirit, yet the destruction causes a massive explosion within the construct, tearing its chest apart and sending it crashing to the earth.

BEGINNING THE ADVENTURE

When the PCs first encounter the Colossus, read the following:

> It is a brightly lit morning as you make your way along a rough dirt road. You take one last glimpse at the peaceful cluster of buildings behind you and turn to begin your journey. Suddenly you hear a faint noise, like a distant clap of thunder. The noise occurs again, then begins repeating regularly. You spot several puddles of rainwater flicker as the ground shakes in time with the noise. The booming grows louder, and you turn to face the cause of the noise. A giant metallic face appears over the horizon, humanoid in shape but with glowing red eyes. The figure draws closer and you catch your breath—such a creature must be nearly 200 feet tall! The colossal giant appears comprised entirely of steel and you hear what must be an echoing laugh issuing from its iron jaw. The creature is heading directly for the village and you can already hear screams of terror from the nearby populace. Although its intent seems clear, can the being even be stopped? As the creature draws nearer, you spot armored figures running near the giant feet of the giant figure, attacking several villagers who have yet to flee. Then you see arrows arcing through the air and piercing villagers and livestock alike; they seem to originate from the creature's body.

A bardic knowledge check (DC 30) reveals the general history of the Colossus, but not how it was lost. The characters must act quickly, for the village will be trampled to kindling in 40 minutes. They begin the encounter 600 feet from the scene of carnage.

If the characters approach the village, they notice that small fires have started and the Colossus is crushing buildings beneath its heavy iron feet. Hundreds of people flee in all directions, many of whom are cut down by arrows zipping through the air from above.

The PCs might be noticed depending on their stealth and location. If they charge in immediately, the chaos and confusion hide them for a few minutes. The villagers make little difference in the battle and flee as fast as they can. Make a Spot check for the following groups (do not forget to subtract 1 for every 10 feet separating them from the PCs).

• **Storm Hammers:** Make Spot checks with a –5 penalty, as they are distracted

• **Darkblades and Nighthawks:** The two archers in area **4** and the ballista crews in area **24** (90 feet up) might spot the PCs. If the Darkblades see the characters, they start firing at them through archery slits.

• **Gnome spotters:** Two gnomes using a periscope viewer have orders to look for threats on the ground. Their viewers are 100 feet up and they warn the rest of the crew if the PCs are spotted (this takes 2 rounds).

Whether the characters are seen or not, after 3 rounds the hanger doors to area **13** open and four Nighthawks using gliders swoop around the Colossus for 4 rounds, attempting to spot and fire at anyone they see below (they start at an altitude of 120 feet, and descend 30 feet each round). After 4 rounds, they land and attack any survivors from the ground.

Should the PCs be discovered by anyone other than the Storm Hammers, the alarm spreads around the Colossus. The Storm Hammers simply charge and attack.

If the PCs don't take steps to stop the attack, or they remain undetected, the village is decimated after 40 minutes, and the Storm Hammers return to area **11**. If the Colossus is not stopped, it reaches a nearby major city in 24 hours and causes horrific damage before moving on. If the characters fled in terror in the initial encounter you might wish to have them hired by angry officials from the devastated city to try and find some weakness in the monstrosity. Otherwise, one week later a group of powerful wizards manages to enter and overcome the Colossus, although Xentarich escapes through the teleporters in area **16**.

ALARM! ALARM!

If the at any time the PCs are noticed trying to enter the Colossus, the crew attempts to sound the alarm at areas **14**, **19**, or **27** (it might take a round or two to reach an alarm). If this happens, all forces in the body section of the Colossus reinforce the auxiliary control room (area **14**). Mercenaries in the hands and head section reinforce area **27** (including the shield guardian). After 10 minutes, these forces return to their positions on heightened

alert for the next 12 hours (allow them to take 10 on all Spot and Listen checks). Xentarich casts an auditory *alarm* spell on the stairs leading to area **27**. Finally, the magic lift disks are switched off.

If the PCs manage to enter the Colossus and word doesn't reach the alerted forces they're stopped within 5 minutes, Glymm assigns an available mercenary (preferably one of the gnome engineers from area **5**) to monitor the museum (see area **18**) and release the captive creatures there if invaders enter that room. Xentarich orders the Colossus toward the ocean and protects the control room with a *wall of force*. After 1 hour the Colossus enters the ocean, flooding the body section.

Note that noise does not carry easily between the floors or walls (+20 to the DC of any Listen checks).

If the main control room is taken over and gnomes are still present in the body section, they switch control to the auxiliary control room and continue to move the Colossus. If the PCs take the control room and the crew and its defenders have taken roughly 50% casualties, the remaining crew (with the exception of Khrull and Torax) flee through the teleporter room (area **16**).

GETTING INSIDE

The Colossus has eight levels, each containing small rooms and chambers populated by Xentarich's hired mercenaries. Xentarich wishes to maintain the illusion of the Colossus as a giant living being, going so far as to use a magic item to project his voice from the mouth of the Colossus to issue threats and demands. Several entrances lead into the Colossus, each with different chances of being spotted. The DC to spot each entrance assumes the PCs are on the ground; give them a +4 circumstance bonus to Spot the entrances if they fly up to the level in which the entrance is built. Apply a –1 penalty for each 10 feet separating the PCs from the Colossus.

A. FOOT ENTRANCES

Two small gateways blocked by portcullises are set into the front of the statue's feet. The portals are simple to Spot (DC 15) if the PCs ever view the Colossus from the front. Any attempts at opening the portcullis might be frustrated by the fact that the feet are rarely on the ground for more than 10 seconds. The best bet to enter through the feet is when the Colossus first reaches the edge of the village, where it stops for 2 minutes while the gliders and archers attack the fleeing townsfolk. Beyond each portcullis, invaders can easily see the small winch in area **1**. Each room is guarded by a small gnome. A *charm* or *telekinesis* spell could allow entrance here.

Portcullis: 2 in. thick; Hardness 10; hp 60; break (DC 25); Disable Device (DC 25).

B. TRAPDOOR ENTRANCE

A small iron trapdoor allows entrance between the legs of the Colossus. Spotting this portal is quite difficult (Spot, DC 28) and is impossible to open normally from the outside save for a *knock* spell or with incredible strength. The trapdoor is meant to be used as an exit only, so there is no mechanism for opening it from the outside. The trapdoor leads to area **2**.

Iron Trapdoor: 1 in. thick; Hardness 10; hp 40; break (DC 28).

C. REAR DOOR ENTRANCE

A pair of concealed iron double doors allow access through the construct's back. These portals are especially difficult to locate (Spot, DC 24). Again, no exterior mechanism has been built to allow entrance to the Colossus here. The doors need to be forced with a *knock* spell or brute strength. The double doors lead to area **13**.

Rear Doors: 2 in. thick; Hardness 10; hp 60; break (DC 25).

SCALING THE ADVENTURE

"Heart of the Iron God" is designed to challenge four 13th-level PCs, but it can be modified for parties of different sizes or levels. Consider adapting the adventure as follows:

9th- and 10th-level PCs: The adventure as written is sure to overwhelm PCs of these levels. The following changes would help:

Reduce the number of enemy warriors by half. Conversely, reduce the levels of classed foes by two. Reduce all the officers' levels by two. The remorhaz and chaos beast fight each other for 2 rounds before turning on the PCs.

11th- and 12th-level PCs: Reduce the number of enemies by one-third, or drop 1 level from each classed foe.

14th- and 15th-level PCs: Make the Storm Hammers half-fiends, and the Nighthawks half-dragons. Increase the level of all officers by two. Xentarich's construct ally is a stone golem rather than a shield guardian.

16- and 17th-level PCs: Double the number of enemy warriors, or increase their levels by two (or both). Make the Storm Hammers half-fiends, and the Nighthawks half-dragons. Increase the level of all officers by four. Xentarich is a 16th-level lich who commands an iron golem. Replace Torax with a 18-Hit-Dice gelugon (baatezu). Finally, consider making the remorhaz and chaos beast more advanced, and disguise them both with illusion magic (the chaos beast can't be *polymorphed*), and make it easier for them to be released.

Remember that changing the Encounter Levels should raise or lower the amount of treasure in the adventure. Consult page 170 in the *Dungeon Master's Guide* (**Tables 7-2**, **7-3**, and **7-4**) to determine the treasure appropriate to the new encounters.

D. CHIMNEY (EL 2)

A tiny chimney located on the left shoulder of the Colossus is impossible to spot from the ground, but a character flying near the head can make a Spot check (DC 26) to notice it. A Small character can enter the shaft described in area **4**, but only after first forcing the grate.

Grate: 1 in. thick; Hardness 5; hp 30; break (DC 20).

Trap: The entrance is lined with brown mold to deter spies or assassins.

Brown Mold: CR 2; 3d6 points of subdual cold damage to any creature within 5 feet. See the *Dungeon Master's Guide* page 117.

E. MOUTH AND EYES

Finally, an entrance was built in the mouth of the Colossus, which is extremely thick. The mouth is sometimes opened to issue commands or threats but it is currently closed. The glowing, red, crystal eyes of the Colossus are difficult to penetrate with weapons and serve as one-way windows allowing Xentarich to view the surrounding area. They have been enhanced with *permanent true seeing* spells that give anyone in the control room the benefits of that spell. Xentarich tries to dispel any flight magic on intruders should he become aware of them. Four arrow slits, one facing in each direction, give him line of effect and allow him to cast spells on targets outside of the head.

Mouth: 1 ft. thick; Hardness 10; hp 360; break (DC 28).

Eyes: 1 ft. thick; Hardness 5; hp 120; break (DC 23).

OTHER MEANS OF ENTRY

Entering the Colossus via magic is also possible. *Dimension door* allows access to the inside of the Colossus, but the interior is cramped and there is a 50% chance characters using this spell appear inside a solid object. A *disintegrate* or *passwall* spell would also allow entrance into the construct, but remember the construct's saving throws and spell resistance. *Teleport* would be difficult, as it requires an idea of the visual layout, and it isn't possible to *scry* the inside of the Colossus. *Arcane eye* can't be used to scout out the inside of the construct (due to its Divination immunity). A familiar or animal companion could scout a room and report back, but the *teleport* runs a high risk of misfiring.

Dungeon Features: The Colossus is a unique location to explore because it's a vertical "dungeon," rather than the more typical, mostly horizontal locations the PCs are used to traversing. All magical components of the Colossus (like the eyes) are powered by the heart stone within the chest of the Colossus and cease to work if separated.

The following features can be found throughout the construct.

Lighting: All areas within the Colossus are illuminated with enchanted ceiling tiles that glow and fade on command. They shed light as a torch.

Exterior Walls: The "skin" of the Colossus is 6-foot-thick, magically reinforced iron.

Exterior Walls: 6 ft. thick; Hardness 10; 2,160 hp; Damage Reduction 25/+5.

Interior Walls, Floors, and Ceilings: All walls

THE COLOSSUS

Colossal Construct
Hit Dice: 60d10 (330 hp)
Initiative: –3 (Dex)
Speed: 40 ft.
AC: 29, touch 1, flat-footed 29 (–8 size, –3 Dex, +30 natural)
Attacks: Stamp +47 melee
Damage: Stamp 4d8+22
Face/Reach: 20 ft. by 20 ft./10 ft. (see text)
Special Qualities: Construct, damage reduction 25/+5, SR 26, divination immunity
Saves: Fort +20, Ref +17, Will +23
Abilities: Str 40, Dex 5, Con —, Int 10*, Wis 16*, Cha 12*.

*The Colossus has the Intelligence, Wisdom, and Charisma scores of the cleric who sacrificed himself to power the construct.

The Colossus stands 185 feet tall from toe to head, constructed of thick plates of iron. The creature is almost impossible to destroy but if the PCs make the attempt, refer to the statistics above.

Although similar to a vehicle, the Colossus is treated as a creature here due to the presence of the clerical soul powering the device. The priest of Heironeous once had skills and feats of his own while still "alive," but he cannot access those abilities now that he is bound to the construct. If the Colossus is not possessed by the soul of a cleric of Heironeous, it cannot function and is just a massive, inanimate object.

COMBAT

The Colossus goes where its commander wills. Built as the ultimate siege weapon and troop carrier, it relies on its stamp attack to deal damage to buildings and structures, while the combatants it carries deal with more active foes. The Colossus dislikes attacking creatures it can't automatically tell are evil. It will attack creatures that target it with attacks, however.

Construct: Immune to mind-influencing effects, poison, disease, and similar effects. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Divination Immunity (Su): The Colossus has been magically altered to prevent any Divination spells from penetrating its metal skin. Any such spells that target a creature, object, or location within the Colossus automatically fail.

COLOSSUS

LEVEL 6
21
22
19
20
23
LEVEL 5
A
C
18
B
D
LEVEL 4
13
17
17
14
15
16
LEVEL 3
8
9
6
5
S
10
11
7
12
LEVEL 2
2
3
3
Sliding Staircase Trap
4
LEVEL 1
1
1

185
139
92
66
0
Level 8
Level 7
Level 6
Level 5
Level 4
Level 3
Level 2
Level 1
D
E
C
B
A

24
24

LEVEL 8
27

LEVEL 7
25
26

separating interior rooms are 1-foot-thick, magically enhanced iron. The rooms are consistently 13 feet high, separated from chambers on the next level by another 2 feet of iron. This prevents most any noise from passing through the floor to the level below, or vice versa.

Interior Walls: 1 ft. thick; Hardness 10; hp 360; break DC 30.

Interior Floors/Ceilings: 2 ft. thick; Hardness 10; hp 720; break DC 35.

Doors: All the doors within the Colossus are constructed of metal.

Steel Doors: 2 in. thick; Hardness 10; hp 60; break DC 28.

Controls: The Colossus is operated by controls within the head. These manipulate the basic functions of the Colossus (like walking, stomping, and mouth movement). Such commands do not require the action of the spirit housed within the construct; it simply responds to stimuli provided from the command center. Complex actions, such as sitting or picking up an object, require the pilot of the Colossus to make a request of the spirit. The spirit can refuse such a command, if it felt inclined to do so, but the spirit currently inhabiting the construct is confused and has yet to refuse such a request. In the event that the cleric's soul "grows a spine," Xentarich has had his gnome engineers rework the controls to override an action the spirit refuses. This would undoubtedly cause the mind of the priest to grow extremely agitated.

COLOSSUS CHAMBERS

Note that all descriptions assume the Colossus is facing south.

1. FEET

This curved chamber of burnished iron is lit from sunlight streaming through an arch set into the Colossus's foot. A heavy steel portcullis has been built into this arch, and a large wooden winch set into the wall nearby seems to lower and raise it. In the northern half of the chamber, a steel pillar rises into the ceiling; a doorway set into the pillar allows you to notice a glowing disc of energy set into the floor of what appears to be an ascending chute. A small steel lever is set beside the winch. A small gnome stands guard with his hands on the winch; he appears unarmed.

Each foot contains an identical chamber. The winch controls the portcullis, and the lever activates the disc (a permanent *Tenser's floating disc*) that takes passengers up the leg of the Colossus. It takes 3 rounds to reach area **3**. Each disc can carry a maximum of 500 pounds.

Creatures: One gnome stands guard in each foot. If the PCs appear outside the portcullis, they shriek and flee from the room via the floating discs unless *charmed* or otherwise prevented from departing.

Engineer, Female (1) and Male (1) Gnome Exp2: CR—; hp 11; See the Appendix for the gnomes' complete statistics.

2. THE BOG ROOM

This chamber is flanked by twin portals that access chambers within the Colossus. A more impressive pair of brass double doors are set into the south wall. A pair of large arrow slits in the north wall allow twin streams of sunlight to illuminate this chamber. A heavy circular trapdoor is set into a stone dais in the center of the floor.

Fifty pounds of downward pressure push the trapdoor open. This trapdoor is used both as a latrine and disposal area, giving this chamber the name of "the bog room." Through the trapdoor is a 75-foot drop to the ground below. The ceiling above is an illusory ceiling leading to area **10**.

3. ENTRY CHAMBERS

Eerie magical light fills this plain metal room. A simple iron door allows access to and from the chamber. A massive cylindrical pillar crafted of tarnished steel goes from the floor to the ceiling, and a doorway allows entrance into the chute within. A lever is set within this strange pillar; you also notice an identical lever in the corner of the chamber.

The lever against the wall raises and lowers the *Tenser's floating discs* described in area **1** and the lever inside the shaft stops the disc. Each shaft heads up (to area **17**) and down (to area **1**).

4. BRIEFING ROOM (EL VARIES)

This plush chamber is well furnished with a massive table of polished darkwood surrounded by an array of finely crafted seats. Wide arrow slits adorn multiple walls, negating the need for magical light. A narrow staircase of green stone allows access to the level above, and a pair of massive bronze doors leads to further rooms on this level. What appears to be a fireplace is set into the southwest corner of the room, and hot air wafts up from depths below. A large chart on the wall depicts the geography of a land unknown to you, with several large pins stuck into the map in a curved formation across the sea.

This chamber is used as a room by Xentarich to brief the crew before a major attack. The fireplace is actually the access hole to a small chute heated by a furnace 10 feet below, accessible by a small steel ladder.

The chute is thin and only a small character could Climb it (DC 26). Below this area is a hot furnace. Entering it is potentially deadly (8d6 points of fire damage per round). The chute heads up to similar heaters in areas **7**, **15**, and **19**, and finally the chimney on the Colossus's shoulder.

Creatures (EL 9): Two Nighthawks wait here, armed with bows and peering out the arrow slits to the south. They attack if disturbed.

Riskat and Boris (Nighthawks), Male Human Rog3/Ftr4 (2): hp 45 each; see the Appendix for the Nighthawks' complete statistics.

Tactics: The Nighthawks might hear the PCs approaching, in which case they hide and try to ambush the characters when they enter the room. The mercenaries fight with their bows as long as possible, focusing on the same target and trying to take one character down quickly. If one Nighthawk dies, the other tries to flee and sound the alarm.

Treasure: A chart on the north wall shows a map of Xentarich's homeland, and a planned course for the Colossus. This chart could be very valuable to explorers and is worth 600 gp to the right buyer. The pins represent the route of the Colossus, back to the hidden base described in area **16**.

Trap (EL 5): The staircase leading up is trapped. When exposed to at least 100 pounds of pressure, the seventh step triggers a collapse of the stairs into a smooth ramp of stone that sends those ascending sliding back down into the room. At the same time, a secret trapdoor opens at the base of the steps. Unless those PCs on the stairs make a successful Reflex save, they tumble backwards through the hole and into the furnace below (see above). A Spot check (DC 13) is required to see the ladder that allows an escape from the flames.

Sliding Staircase: CR 5; 8d6 fire damage; Reflex avoids (DC 18); Search (DC 20); Disable Device (DC 24).

5. ENGINEERING (EL 3)

This cramped chamber is forged of black iron. The chamber is densely packed with heavy machinery and gears that grind and pound against each other, producing a thunderous rhythm of mechanical noise. Steam pours from cooling vents, and through the clouded chamber you can see two heavy doors. You are deep within the Colossus, and this appears to be a vital section of the construction. Presently three gnomes wearing thick gloves and protective goggles jabber in a high-pitched tone over a shattered pipe. A heavy red mist pours from the wrecked conduit, and a high pitched klaxon can be heard in the background. A heavy iron hatch is set in the floor of this dark chamber.

In addition to the two doors and the hatch, a secret door is hidden in the east wall (Search, DC 25). It is locked with a key carried by Xentarich (Open Lock, DC 25).

A character who examines the room and makes a successful Knowledge (architecture & engineering) check (DC 25) could cause enough damage to create a selected effect from the power failure chart (see below). A failed or unskilled attempt at sabotage creates a random power failure. A hatch in the floor allows access to a cramped labyrinth of gears and pipes under the floor that only a Small character can fit into comfortably. If a power failure is triggered, this area must be entered and a successful Knowledge (architecture & engineering) skill check (DC 27) must be made to restore power. In the event of a power failure, Glymm and Khrull head to this room to repair the damage.

Creatures: If the PCs stop the engineers in their task, they shriek in Gnome that they must be allowed to fix the damage. If they do not resume their labor within 2 rounds, roll on the power failure chart below. This is a good opportunity for roleplaying (especially if they cannot understand the language and must communicate some other way). If the PCs aid the gnomes in their task the little engineers are extremely friendly and helpful. The gnomes can be easily persuaded (Diplomacy or Intimidate, DC 20) to give vital details on the layout and area of the Colossus, and only rush to sound the alarm immediately if they feel the Colossus is threatened. Unless convinced otherwise, they reveal the PCs' location as soon as they encounter another one of Xentarich's mercenaries. They come by on regular patrols every hour; assume the last patrol came by just before the PCs arrived unless you want to add some pressure by sounding an alarm within the next few minutes after the PCs leave the engineering bay. Persuading the gnomes not to reveal the characters' presence requires a successful Diplomacy or Intimidate check (DC 25). They might even reveal the password to gain access to area **25** if the PCs are exceptionally convincing (Diplomacy or Intimidate, DC 30).

If the PCs fail any one of these checks or physically threaten the engineers, one of the gnomes goes to warn Xentarich of their presence as soon as the characters leave. This takes 1 minute. Once the wizard is aware of the characters' presence in the Colossus, he sounds the alarm (see "Alarm! Alarm!" for details). The gnomes won't actively aid the PCs at all unless they can prove that Xentarich is dead.

Engineers, Female (1) and Male (2) Gnome Exp2 (2): CR—; hp 11; see the Appendix for the engineers' complete statistics.

Power Failure Chart (roll d%)

1–23	Lower gear failure. The Colossus's legs no longer move.
24–42	Field failure. The fields in area **18** fail, releasing the creatures within (see area **18** for details).
43–62	Power build up. Warning bells go off and smoke fills the room. After 5 minutes, the entire level is swept by a massive explosion causing 10d6 points of fire damage to all on the level (Reflex Save DC 26 for half damage). The Colossus is still intact but is immobilized and requires three days and 10,000 gp in materials to repair.
63–84	Upper gear failure. The Colossus's arms no longer move.
85–94	Magical conduits failure. All magical effects (except the fields in area **18**) fail. This includes all lighting, the levitation discs, and the construct's eyes.
95–100	Complete power failure. All of the above effects (this does not destroy the spirit of the Colossus however).

6. FOOD STORAGE

This chamber appears to be a storage area. Large crates filled with food are stacked against the walls, with large barrels of water nearby. The room holds enough supplies to last for many weeks. You can hear a low rumbling noise from the east wall. No other exits lead from this chamber.

The chamber holds little of interest, save extra provisions should the characters desire them.

7. KITCHENS

You have entered the kitchens of this giant, mobile fortress. A pot of gruel slowly cooks over a fireplace. The room is currently deserted, and you spot an array of basic cooking implements lying on a table in the center of the room. The room smells of cooked meat and scented herbs. Two plain wooden doors lead from this room.

The fireplace is heated by the furnace below area **4**. The cooks are long gone, eaten by the bugbears several weeks ago. The gnomes act as the new cooks, but they are presently performing required maintenance in area **5**.

8. STORAGE (EL 5)

This narrow chamber is crammed with an array of boxes containing basic supplies and equipment. You spot piles of rope, poles, ladders, wheels, vials of oil, spare pipes, buckets, cogs, and large metal plates stacked in piles. The motion and noise from the engine room behind you makes the room vibrate slightly. You spot another door partially hidden by wooden crates.

A Search check (DC 22) reveals a crumpled plan of the Colossus's engines left forgotten in the corner under a coil of rope. If examined, this allows a +2 circumstance bonus to any Knowledge (architecture & engineering) checks made within the Colossus.

Trap: A vial has been placed precariously above the door to Khrull's chamber (area **9**). If the door is opened, the vial falls forwards and breaks apart. Every character within 5 feet of the door can make a Reflex save (DC 18) to leap out of the way of the cloud of stinking gas that quickly covers the area. Those who fail are covered in a stench so foul that anyone within 5 feet must make a Fortitude save (DC 20) or be nauseated until the substance is washed away with water or for 12 hours. If the door is opened only slightly the trap is not triggered. An Alchemy check (DC 21) or Knowledge (nature) check (DC 19) reveals the method of removal.

Concentrated Skunk Gas Trap: CR 5; cloud of stinking gas nauseates until washed out; Reflex save (DC 18) avoids; Fortitude save (DC 20) negates nausea; Search (DC 22); Disable Device N/A (consists only of removing the vial).

9. KHRULL'S ROOM

You enter a small unpleasant chamber and spot a plain wooden bunk against the far wall. The noise from the engine room must make sleeping very difficult, and you see what appears to be a small shrine next to the bed. A cupboard, chest high to a human, is set into the curved wall ahead of you. The room appears empty.

This small, noisy chamber is where Khrull sleeps. Xentarich has given him a particularly uncomfortable posting out of spite. The small shrine is to Khrull's god, Erythnul, and the cabinet contains Khrull's spare clothes.

Creature: Hiding in the bottom of the cabinet is Khrull's pet spider; if the door is opened it leaps out and attacks, probably with surprise, trying to bite the first person it sees. The spider can be killed easily after this initial attack.

Medium-size Monstrous Spider: hp 11; *Monster Manual* 210.

Treasure: A casket hidden under the bed (Search, DC 15) contains 40 platinum pieces and a golden holy symbol of Erythnul (100 gp). The casket also contains Khrull's journal (written in Orc), noting how displeased he is with the insufficient carnage Xentarich is causing.

10. TREASURE CHAMBER (EL VARIES)

This small, square chamber of black iron is completely empty save for a heavy iron chest with brass bands against the far wall. A glowing ball of energy hovers in the middle of the room, illuminating the area.

This is Xentarich's secret treasure chamber. Only he and Torax know of this room.

Trap (EL 5): The center of the room is actually a pit, disguised by an *illusory wall* spell (caster level 14th) on the floor. Anyone stepping on the illusion falls into area **2** below, hits the trapdoor with enough force to open it, and plummets out of the Colossus to the ground below—a 90-foot fall in all.

Illusory Floor Trap: CR 5; 9d6 points of falling damage; Will save (DC 20) disbelieves; Search (29); Disable Device (29).

Creature (EL 8): The energy ball is actually a will-o'-wisp placed here as a guardian. The door is airtight to prevent the creature from escaping, and the illusory floor (see below) has been further enhanced to prevent the creature from passing through.

Advanced Will-O'-Wisp: CR 6*; Small Aberation; HD 14d8; hp 70; Init +13; Spd fly 50 ft.; AC 29, touch 29, flat-footed 20; BAB +10; Grap +6; Atk +20 melee (2d8, shock); SQ spell immunity, natural invisibility, AL CE; SV Fort +6, Ref +13, Will +12; Str —, Dex 29, Con 10, Int 15, Wis 16, Cha 12.

Skills: Bluff +13, Disguise +12, Listen +19, Search +16, Spot +20. *Feats:* Alertness, Blind-Fight, Dodge, Great Fortitude, Improved Initiative, Mobility.

See the *Monster Manual*, page 183, for a description of will-o'-wisp special qualities.

Tactics: The wisp hovers over the trap and playfully dances around the room if the PCs don't seem inclined to enter the room, attempting to lure a character onto the illusion before attacking. It attacks immediately if the PCs detect the illusory nature of the floor. Attacking the wisp from range automatically breaks the bonds holding it in the chamber, allowing it to attack outside this room; it flees if reduced to 10 hp or less.

Treasure: Inside the chest is a large sack containing 10,000 sp, 4,500 gp, a silver chalice (200 gp), 3 gems (150 gp each), a *potion of love*, a *potion of speak with animals*, and two arcane scrolls of *fabricate*.

Ad-hoc Experience Award: This will-o'-wisp is 55% more powerful than an average representative of its species, so award 55% more experience if the PCs defeat it.

11. COMMON ROOM

Before you is a large chamber containing small groups of tables and chairs. A number of abandoned meals lie scattered around the room. You spot a ladder braced against the wall leading to the level above, and a narrow set of steps leading below. Three doors allow access to the rest of this level. A target board on the southern wall has two daggers embedded in it. You can hear a low thunderous rumbling from the north wall.

This area is empty until after the attack. One of the daggers is masterwork quality. The steps lead to area **4** below, and the ladder leads up to area **14**.

12. BARRACKS (EL 10)

This darkened chamber is unlit but you can still make out a group of uncomfortable looking beds scattered throughout the room. Even here the sound of the engine can still be heard and must make sleeping difficult. At the foot of each bed is a small wooden casket.

Each small casket contains basic possessions and the spare clothes of each mercenary. The engineers sleep in area **5** now, out of fear of the Storm Hammers.

Creatures: Unless the alarm is raised, two unarmed Darkblades sleep here.

Pwenkin and Yurit (Darkblades), Male Human Ftr8 (2): hp 55 each; see the Appendix for complete statistics.

Tactics: The two Darkblades leap to their feat and grab their weapons if surprised in their beds. If they heard the PCs approach or the Colossus is on alarm, they're dressed and ready for battle. Both fight until slain.

Treasure: The chests hold two *potions of cure light wounds*, a suit of masterwork half-plate, and 100 gp.

13. HANGER BAY

This curious chamber holds large wooden racks set against the east and west walls. Two doors are built into the south wall, and the north wall is composed entirely of two massive doors of iron, flush with the wall. A lever protrudes from the south wall, and you spot many weapons and pieces of armor hanging from the racks. Strange hang-glider contraptions hang from rails on the ceiling, composed of wood and a light papery material.

The racks contain several weapons and suits of armor, including 40 masterwork arrows, 4 masterwork longswords, 2 masterwork rapiers, and 4 suits of banded armor. This chamber is used as a hanger for the Nighthawks to make aerial attacks with their hang gliders (hardness 5, hp 20, fly speed 60 ft.). The lever opens the large iron doors in the Colossus's back to the air outside.

Creatures: If the PCs arrive before the Nighthawks leave the hanger, they find a gnome from area **14** helping the rogues strap themselves into the gliders. If this is the case, the Nighthawks rip off their gliders (this takes 1 round) and attack, while the gnome flees to area **14** and

sounds the alarm. If the PCs reach this area after the Nighthawks have finished their hang-gliding runs (2 minutes after the gliders first appear—see "The Village"), they are here seeing to their equipment, reattaching the gliders to the ceiling, talking, and keeping watch on the ground below, ready fly out again on a moment's notice.

Loomis, Welsfin, Evert, and Portitia (Nighthawks), Female (1) and Male (3) Rog3/Ftr4: hp 55 each; see the Appendix for the Nighthawks' complete statistics.

14. AUXILIARY CONTROL ROOM (EL VARIES)

You appear to have entered some kind of control station. An array of buttons and multihued levers have been set into a wooden panel across the wall, and several plush seats are bolted to the floor at various locations. A steel, periscopelike device hangs from the ceiling, and a cylindrical lift shaft occupies the center of the room. A hole in the floor allows access to a ladder leading to the level below. The entire chamber is brightly lit by a golden glow that emanates from the ceiling.

This chamber is a control station used to manipulate secondary functions of the Colossus. The ladder leads down to area **11**. The cylindrical shaft contains a *Tenser's floating disc* ready to head up to area **18** or **19**, while the periscope hanging from the ceiling, allowing a person to view the area behind the Colossus. A Knowledge (architecture & engineering) check (DC 22) gives a character some basic ideas as to what the controls do. Any area effect spells have a 50% chance of rendering 1d2 levers useless.

The room has the following controls:

- A silver pull chain turns the alarm on.
- A red lever shuts all external openings (arrow slits and so on), in preparation for ocean travel.
- A blue lever operates the lift.
- A black switch switches control of the main movement of the Colossus to the auxiliary control station.
- Several other plain levers control the basic movement of the Colossus, provided the black lever has been pulled down. Otherwise, they do nothing.
- A scarlet lever is actually a cunning trap (see below).

Creatures (EL 12): Torax the minotaur guards this chamber, along with two gnomes, one of whom mans the periscope.

Torax, Male Minotaur Bbn8: CR 12; Large Monstrous Humanoid; HD 6d8+18 plus 8d12+24; hp 117; Init +1; Spd 20 ft.; AC 26, touch 11, flat-footed 25; BAB +14; Grap +24; Atk +21/+16/+11 (2d8+10 plus 1d6 fire/crit ×3, Huge *+1 flaming warhammer*) and +15 (1d8+3, gore); SA rage 3/day; SQ charge, natural cunning, scent, uncanny dodge (Dex bonus to AC, can't be flanked); AL LE; SV Fort +12, Ref +8, Will +8; Str 22, Dex 12, Con 16, Int 9, Wis 12, Cha 10.

Skills: Climb +8*, Intimidate +8, Jump +8*, Listen +12, Search +8, Spot +9, Wilderness Lore +9. *Feats:* Cleave, Great Fortitude, Power Attack, Weapon Focus (warhammer).

*Includes –6 armor check penalty.

Possessions: +2 full plate, +1 Huge flaming warhammer, gauntlets of ogre power, ring of protection +1, potion of endurance, potion of cure serious wounds, Quaal's feather token (anchor).

Torax is fiercely loyal to Xentarich and maintains order among the troops. The crew, except Xentarich, view him with great fear and always treat him with respect. Torax usually watches over the gnomes in area **14**.

Engineer, Male Gnome Exp2 (2): CR—; hp 11; see the Appendix for the engineers' complete statistics.

Tactics: Torax attacks any intruders, and the gnomes either flee or cower in terror. Torax is a fearless combatant, using his Power Attack feat intelligently once he gauges the Armor Classes of his foes. He tries to back into a doorway to prevent being flanked and force enemies to come at him one at a time. If coaxed and approached peacefully after a skirmish, the gnomes might talk (see area **5** for details).

Trap (EL 5): The scarlet lever appears to do nothing. It actually releases an invisible, odorless sleeping gas into the area. The characters need to make Fortitude saves (DC 20). Those who fail slump to the ground, asleep for 3d6 rounds as a *sleep* spell without a Hit Dice limit. Those who succeed feel drowsy and realize what is happening. The lever also activates an alarm within the bridge (area **25**). A Search check (DC 25) reveals tiny, concealed air vents that allow the gas into the room.

Lever Trap: CR 5; Sleeping gas knocks unconscious for 3d6 rounds; Fortitude save (DC 20) avoids; Search (DC 29); Disable Device (DC 29).

15. TORAX'S CHAMBER

This comfortable chamber features a large pile of straw in the corner and a fireplacelike heater in the corner. A weapon rack is built into the wall but is currently empty. A beaten wooden combat dummy rests in the corner; by the damage it has sustained the occupant of this room must be mighty indeed. Many coins lie in a loose pile near the heater.

Treasure: Torax has left 500 gp worth of mixed coins scattered on the floor. He isn't concerned about security in the Colossus.

16. TELEPORTER CHAMBER (EL 9)

You enter a chamber of polished brass, empty except for three circular platforms of stone set into the floor. Each is painted with a different symbol: the left has

the symbol of a foot, the middle shows a jewel, and the right has been painted with the symbol of a door.

The platforms are magical *teleportation circles* used by the crew for emergency escapes. The left circle *teleports* anyone stepping on it to area **1**. The right circle *teleports* someone to the underground outpost where the Colossus was repaired and refitted. Several empty chambers and crude buildings occupy the massive area, as well as a colossal frame that was used to hold the Colossus. One of the buildings contains a hidden cache (Search, DC 20) containing three *potions of cure serious wounds* and a scroll of *teleport without error*. If Xentarich or Glymm are severely injured they flee to this location, heal up, and *teleport* back to the Colossus to fight again. The hidden outpost is in Xentarich's homeland, roughly 1,000 miles away. It is surrounded by a network of empty caverns and tunnels leading to the outside world.

Trap: The middle circle is a deadly trap despite its symbol. It *teleports* anyone stepping on it to the furnace described in area **4**. A successful Will save (DC 20) negates the effect.

Teleportation Trap: CR 9; *teleports* character into furnace; Will save (DC 20) avoids; Search (DC 32), Disable Device (DC 32).

17. LIFT CHAMBER

An ornate archway in this chamber leads into a large cylindrical pillar of metal that fills half the room. Presumably, the shaft leads up and down into other levels of the Colossus. Inside the cylinder near the portal is a lever on the wall. Were it not for the glowing green barrier that fills the arch, you might be able to reach it. On the wall near you are two more levers. One appears to be in working order, while the other hangs loose from the wall. The occasional flicker of energy sparks from the hole in the wall behind it. Finally, a thin chain dangles from the ceiling near the two levers. It runs up through a roughly cut hole in the ceiling.

The shaft leads down to areas **12** and **1**. The barrier is a *wall of force* (caster level 10th). The intact lever on the wall calls the *Tenser's floating disc*. The chain rings a bell in the engineering room (area **5**). The lever inside the cylinder controls the disc once it arrives and passengers have taken up positions within. Lastly, the broken lever raises or lowers the *wall of force*. Unfortunately, the lever is damaged and has yet to be repaired. Should a crewmember need to use this lift for some reason, he or she pulls the chain. This rings a bell in area 14, summoning a gnome who scampers to the room to deactivate the portal. Obviously, an engineer called by the PCs refuses to allow PCs to enter the room and sounds the alarm if possible. PCs might be able to negotiate with such a gnome (see area **5** for details). A successful Knowledge (architecture & engineering) check (DC 20) reveals the purpose of this lever, and a successful Disable Device check (DC 29) is sufficient to lower the *wall of force*.

18. MUSEUM (EL 13)

This entire level appears to be composed of a single giant room that serves as some kind of display area. Several ancient antiques and fine tapestries adorn the walls, and multiple floating sculptures of scintillating light hover in the air. Your attention is diverted to four cylinders of glowing light placed through the chamber. Each cell appears to contain some kind of creature. The first holds a large, still reptilian beast lying motionless on

the floor. The second contains a beautiful elven maiden who is currently slumped against the wall of her cylinder. The third holds a naked human male staring impassively at you. The last occupied cylinder contains a horrible seething mass of living tissue that seems to shift and pulsate as you watch.

This chamber is accessed via the disc from area **14**. A lever within the shaft allows the disc to stop or start moving again. This level is used as Xentarich's display chamber, where creatures or items he has captured are placed for show. The sculptures are merely *permanent* illusions.

The four creatures are held captive by cylinders made of *walls of force*. A control station with five levers controls the lift (one lever) while the others turn the cylinders on and off. The walls can be *dispelled* (caster level 10th). A gnome engineer stands by the control station if the PCs have been detected. Otherwise, the room is empty save for the inhabitants of the cylinders.

• Cylinder 1 contains the body of a Deinonychus that died as a result of malnutrition. If the wall around it is dropped, the stench of a week old corpse fills the room.

• Cylinder 2 contains a beautiful elven maiden named Aletha. She comes from a noble family that lives in a great forest a thousand miles to the west over the ocean. If she is returned home, the PCs are rewarded with 2,000 gp.

Aletha, Female Elf Ari2: CR 1; Medium-size Humanoid; HD 2d8–2; hp 10; Init +6; Spd 30 ft.; AC 12, touch 12, flat-footed 10; BAB +1; Grap +1; Atk +1 melee (1d2, unarmed strike); SQ elf qualities; AL NG; Fort –1, Ref +2, Will +4; Str 10, Dex 14, Con 8, Int 12, Wis 13, Cha 16.

Skills: Bluff +6, Diplomacy +7, Handle Animal +5, Listen +5, Hide +4, Move Silently +4, Spot +5. *Feats:* Improved Initiative.

• **Creature (EL 12):** Cylinder 3 contains an ancient and deadly chaos beast squashed into the confining cylinder.

Ancient Chaos Beast: CR 7; Large Outsider; HD 24d8+72; hp 185; Init +4; Spd 20 ft.; AC 16, touch 9, flat-footed 16; BAB +24; Grap +34; Atk +29 melee (1d4+6 and corporeal instability, 2 claws); SA corporeal instability; SQ immune to transformation, immune to critical hits; SR 15; AL CN; SV Fort +19, Ref +14, Will +14; Str 22, Dex 11, Con 17, Int 10, Wis 10, Cha 10.

Skills: Climb +30, Escape Artist +25, Hide +23, Jump +30, Listen +25, Move Silently +12, Spot +25, Tumble +25. *Feats:* Cleave, Dodge, Great Fortitude, Improved Initiative, Mobility, Power Attack.

See the *Monster Manual* page 34 for the chaos beast's special attacks and qualities. Note that the saving throw to resist the chaos beast's corporeal instability is DC 25 (instead of DC 15) due to the creature's increased Hit Dice and Constitution.

Ad-hoc XP Award: The PCs should earn 300% of the experience they would normally receive for defeating the advanced chaos beast.

• **Creature (EL 9):** Cylinder 4 contains a starving remorhaz Xentarich *polymorphed* into human shape. It gives no response until it is free. It then attacks, using its special abilities to great effect. It is hungry and only half aware of its new form (see statistics below).

Advanced Remorhaz (*Polymorphed* Into a Human): CR 8; Medium-size Magical Beast; HD 16d10+96; hp 184; Init +0; Spd 30 ft.; AC 10; BAB +16; Grap +16; Atk +16 melee (1d2, bite); SA improved grab; SQ heat, tremorsense; AL N; SV Fort +12, Ref +10, Will +6; Str 10, Dex 10, Con 10, Int 5, Wis 12, Cha 10.

Skills: Listen +10, Spot +9. *Feats:* Power Attack.

See the *Monster Manual* page 155 for the remorhaz's special attacks and qualities. Note that the Fortitude save for magic weapons that touch the creature's body is still DC 18. In addition, the remorhaz's grapple check is now +16, and while it might try to grapple, it doesn't try to swallow opponents whole.

Tactics: If the PCs have been detected, Glymm has stationed an available mercenary (probably a gnome engineer from area **5**) here. His orders are to drop all four *walls of force* should any intruders enter the room. Once free, the chaos beast and the famished remorhaz each attack the nearest creature. This could be one of the PCs, each other, or Aletha, depending on how the PCs enter the room. The monsters shift their attacks to deal with the largest threat once combat begins.

If the chaos beast is more than 20 feet away from a potential target at any time, it moves to the lift shaft and proceeds to climb up. The beast then rampages around the Colossus, attacking whatever it meets. You can opt to have the PCs meet it again at an inopportune time if they're having an easy time with later encounters, or you can use the beast to soften up later foes if the PCs are hard pressed.

Treasure: The antiques were placed here by Xentarich. A old tapestry depicting a war between the gods weighs 15 pounds (500 gp). A valuable vase sits against the wall (200 gp). Various other art objects in the room are individually less valuable, but all told, some statuary, fine carpets, and small porcelain figurines weigh a total of 80 pounds (1,300 gp).

19. ANTECHAMBER (EL 8)

This well-lit chamber is constructed out of a pale blue metal. Glowing circles of radiant light have been set into the wall, revealing two short corridors leading from this area. You can see several doors and archways leading to other rooms beyond. A spiral staircase of polished crystal curves up to the next level, and you can make out a massive figure stand-

ing at the top. The familiar cylindrical lift shaft sits here, allowing access to the lower levels.

This chamber has three identical steel doors leading from it, and a circular lift shaft. A lever within the cylinder raises or lowers the *Tenser's floating disc* up and down the shaft. The staircase leads to area **25**. There is no doorway to area **23**. Instead, a small, heart-shaped recession is set into the wall where a door should be. If the gemstone key from area **26** is pressed into the recession, the wall slides away.

Creature: Xentarich's shield guardian stands near the top of the staircase and has been instructed to attack anyone that does not use the password "Xentarich" before setting foot on the stairs. All the crew know this password and reveal it under interrogation, but only if the PCs specifically ask how to bypass the creature and make a successful Diplomacy or Intimidate check (DC 30). Two archways lead into the arms of the Colossus (area **24**). A large, taut rope has been strung along the arms, and hooks have been placed next to the archways to allow a person to quickly slide down the ropes to reach the hands. However a Climb check (DC 5) is required to climb back up the rope.

Shield Guardian: hp 82; *Monster Manual* 163.

Tactics: If attacked, the shield guardian has been instructed to retreat to area **25**. The construct has a *stoneskin* spell available for casting.

20. GLYMM'S CHAMBER

This chamber is dimly illuminated by hundreds of small glowing stones set into the curved ceiling, reminding you somewhat of a night sky. A small bed is tucked away in the corner next to a gap in the wall that radiates heat. A small wooden chest sits next to the bed. A robe covered in glowing stars sits on a hook near the doorway.

The small chest contains Glymm's clothes. Glymm is quite the joker and has placed a cursed *robe of powerlessness* on the wall for any thieves to find.

Treasure: A secret cache behind the fireplace (Search, DC 24) hides Glymm's spellbook, which is permanently invisible. Glymm uses a *see invisibility* spell each day to read his book. His book contains all his spells currently memorized, plus the following additional spells:

Spellbook: 0—all (except *ray of frost*); 1st—*change self, detect secret doors, feather fall, Nystul's undetectable aura*; 2nd—*arcane lock, blur, endurance, detect thoughts, scare*; 3rd—*displacement, hold person, invisibility sphere, keen edge, protection from elements*; 4th—*confusion, dimension door, illusory wall, stoneskin, wall of ice*; 5th—*nightmare, teleport.*

21. BATH

As you peer into the chamber, you feel a wave of warm air hit your face. Through the doorway, you make out what appears to be some kind of heated pool in the center of the room, filling the chamber with clouds of steam. The walls are adorned with smooth red tiles, and you spot a small closet in the far corner. You can also see several robes hanging from hooks on the nearby wall.

The small cabinet contains towels and soap. This chamber is used as a washroom for the inhabitants of the Colossus. The water is heated by magical rods below the tub that lose their heating capability if removed. The chamber is currently empty.

Treasure: A large amethyst (200 gp) is tucked into a pocket of one of the robes.

22. THE BRIG (EL 11)

This cold and featureless room is separated in half by a wall of iron bars. A large door allows access to the enclosed area, and a set of keys hangs on a hook nearby. The area is bare save for a plain wooden stool lying on the floor inside what is obviously some sort of cell.

The door is locked but can be opened with the keys or picked (Open Locks, DC 30). The Darkblade normally on duty here now helps man one of the ballistas in the hands (area **24**). The bars are magically enchanted with a ward that prevents any creature from passing between them. This is just as well due to the cell's occupant.

Creatures: The crew recently captured four invisible stalkers sent by a rival wizard of Xentarich. The initial squad consisted of seven of the creatures, but three were slain in the battle that ensued.

Invisible Stalker (4): hp 52 each; *Monster Manual* 123.

Tactics: If the characters decide to leave the room, the stool moves an inch. The stalkers hope to lure the characters into opening the door. If the PCs do so, the creatures attack. Note if the PCs flee, the stalkers so not pursue them; instead, they resume their mission to track down and slay Xentarich.

23. HEART CHAMBER

This chamber is a perfect sphere. Hovering in the center of this room is a massive crystal glowing with a rhythmically pulsing red light. The walls are polished to a mirrorlike sheen and reflect the crystal's luminescence, flooding the room with crimson light.

The only way to enter this room is by magic or the gemstone key in area **26**. The walls have been reinforced behind the silvery outer surface with 3 inches of adamantine to make attempts at penetration highly difficult

(hardness 20, hp 120). The light is so bright it's uncomfortable to stay in the room for long. Any creature who stays in the chamber for more than 1 round without some sort of eye protection becomes dazed (no save).

The heart cannot be removed. A *detect magic* spell reveals that it is the source of a very strong magical aura. The heart has a hardness of 10 and 100 hit points. It is affected by spells normally. Once reduced to 0 hit points, an intense white crackling energy field begins to build up in the shattered crystal. After 5 rounds the heart explodes completely, destroying the level and ripping the head of the Colossus from its shoulders. This also destroys the spirit of the Colossus. The explosion causes a complete power failure and the Colossus crashes to the ground, causing a small earthquake and crushing anything beneath it. Although intact, the Colossus is terribly damaged and never functions again. Attacking the heart triggers an alarm in the bridge (area **25**) and the brain (area **27**). Reinforcements, if available, arrive from both locations in 3 rounds if this alarm sounds.

Anyone on the level when the heart explodes takes 20d6 points of damage (Reflex, DC 30 for half). In addition, characters surviving this blast take another 10d6 points of damage when the Colossus falls on the round following.

24. HANDS (EL 10 EACH)

A taut rope runs down a tunnel through the Colossus's arm. As you pass down, you see gears and crafted pipes built into the wall beside you. Eventually, you reach a chamber within the fist of the mighty titan. There you spot a heavy ballista firmly attached to the wall that points toward one of three gaps between the Colossus's fingers. A seat with leather straps allows a person to be seated at the ballista without fear of falling while the creature moves, and rope rigging covers every other surface in the room. Through the gap, you can see glimpses of sky and land.

From this height, the massive weapon is too inaccurate to fire at individuals on the ground. These weapons are generally used to fire into a mass of targets or at buildings. The ballista can rotate and fire through one of three gaps.

Creatures: Two Darkblades are stationed in each hand. If the PCs have concealed their presence so far, the Darkblades are strapped into the weapon. Otherwise, they are tied to some of the rigging in the walls but watch both the exterior windows and the passage into the hand carefully. It takes someone 1 round to extract herself from the ballista. A character strapped in is considered grappled.

Tasha and Manithare (Darkblades), Female and Male Human Ftr8 (2): hp 55 each; see the Appendix for complete statistics.

Gared and Ioka (Darkblades), Male Human Ftr8 (2): hp 55 each; see the Appendix for complete statistics.

Tactics: Tasha and Manithare man the left hand, while Gared and Ioka lurk in the right. Both pairs try to flank low-AC foes and take them out with Power Attack. As soon as the PCs arrive (in either hand) that pair begins shouting for their companions in the other limb. The two absent Darkblades can make Listen checks (DC 15) to hear; if they do, it takes them 3 rounds to arrive.

25. BRIDGE (EL 12)

This large hemispherical room is set into the lower half of the Colossus's head. Banks of controls appear to allow manipulation and control of the Colossus, and you spot a periscopelike viewing device hanging from the ceiling. Several chairs surround one particularly luxurious thronelike seat in the center. Curved staircases line the edge of the chamber, going up and down to different levels. To the south is a wall of transparent crystal, and beyond that you see a small featureless chamber of crimson steel.

The staircase heads down to area **19** and up into area **27**. A Knowledge (architecture & engineering) skill check (DC 25) is required to understand the functions of the levers and buttons, which override any controls activated in a particular room. Area effect spells have a 50% chance of rendering 1d2 controls useless. The plane of crystal is difficult to break (hardness 20, hit points 120) and separate this chamber from the mouth. The periscope allows the gnomes to view the battlefield in front of the Colossus when the mouth is closed. The controls perform as follows:

- Gold lever: Opens/shuts the mouth.
- Large black button: Raises/lowers screen.
- Yellow lever: deactivates/reactivates the levitation disks.
- Pale blue lever: deactivates/reactivates the force barriers in area **18**.

Several plain levers control the basic limb movement of the Colossus. Several gauges show the engine and power status of the Colossus.

Creatures: Glymm sits in the captain's chair (the thronelike chair in the middle of the room), giving instructions to three gnome engineers. He is here even in the event that the crew is aware of the PCs' presence. Glymm values his position as captain, and views any intrusion as a threat. Khrull stands nearby, sulking constantly over the gnome's superior position of command (but recognizing that he doesn't have the knowledge necessary to pilot the construct). Unless the PCs have incredible stealth, it is likely a large battle unfolds here, although the other gnomes flee from any combat.

Glymm Tanakin, Male Gnome Exp1/Ill10: CR 10; Small Humanoid; HD 1d6+2 plus 10d4+20; hp 60; Init +2; Spd 20 ft.; AC 19, touch 14, flat-footed 17; BAB +5; Grap +1; Atk +7 melee (1d6/crit 19–20, masterwork

dagger), or +7 ranged (damage varies, ranged touch); SA spells; SQ gnome traits; AL CN; SV Fort +7, Ref +7, Will +10; Str 11, Dex 14, Con 14, Int 23, Wis 12, Cha 13.

Skills: Alchemy +20, Appraise +10, Bluff +5, Concentration +15, Craft (blacksmithing) +10, Diplomacy +5, Hide +10, Knowledge (architecture & engineering) +21, Knowledge (arcana) +19, Knowledge (geography) +10, Listen +5, Spellcraft +19, Spot +5, Tumble +6. *Feats:* Craft Wondrous Item, Dodge, Great Fortitude, Scribe Scroll, Skill Focus (Knowledge—architecture & engineering), Spell Focus (Illusion), Spell Penetration.

Spells Prepared (5/7/7/5/5/4; base save DC = 16 + spell level): 0—*daze* ×2, *detect magic, light, ray of frost;* 1st—*alarm, color spray*†*, magic missile* ×2, *shield, shocking grasp, ventriloquism*†; 2nd—*blindness, darkness, invisibility*†*, levitate, mirror image*†*, resist elements, see invisibility* (already cast); 3rd—*dispel magic, fireball, haste, major image*†*, slow;* 4th—*bestow curse, enervation, ice storm, improved invisibility*†*, phantasmal killer*†; 5th—*cone of cold, feeblemind, hold monster, shadow evocation*†.

†Illusion spells. The save DC for these spells is 18 + spell level.

Possessions: *bracers of armor +4, headband of intellect +4, ring of protection +2, bag of tricks* (rust), *cape of the mountebank, potion of cure moderate wounds, potion of gaseous form,* scroll of *fireball* (10th level) ×2, scroll of *summon monster IV, wand of magic missile* (7th level, 26 charges, command word "Launch" in Gnome), masterwork dagger. Glymm also carries a small bag with three gemstones (100 gp).

Glymm has a weasel familiar named Koko (hp 30) that grants him a +2 bonus on Reflex saves. He keeps his familiar in a small satchel tied over his shoulder.

Glymm is the leader of the gnome technicians and the chief pilot of the Colossus. He has Xentarich's respect for his technical prowess. Glymm often plays practical jokes on the bugbears (particularly with his *bag of tricks*) so they hate the small illusionist (and might even attempt to slay him in a particularly chaotic battle). Khrull resents Glymm and the control he has over the Colossus, but he also recognizes his value and won't betray the gnome. Glymm is not evil, but if the control room is attacked he defends it to avoid losing control of the "ship" (as he calls it).

Engineers, Female (1) and Male Gnome Exp2 (2): hp 12 each; see the Appendix for complete statistics.

Khrull, Male Cleric of Erythnul Half-Orc Clr10: CR 10; Medium-size Humanoid; HD 10d8+20, hp 72; Init +0; Spd 30 ft.; AC 22, touch 10, flat-footed 22; BAB +7; Grap +9; Atk +10/+5 melee (1d8+2 plus 2d6 unholy, *+1 unholy heavy mace*) or +8 ranged (1d8/crit 19–20, masterwork light crossbow); SA spells; SQ rebuke undead; AL NE; SV Fort +9, Ref +5, Will +12; Str 14, Dex 11, Con 15, Int 10, Wis 21, Cha 9.

Skills: Concentration +12, Intimidate +1, Knowledge (religion) +2, Sense Motive +6, Spellcraft +8. *Feats:* Craft Magic Arms and Armor, Lightning Reflexes, Power Attack, Weapon Focus (heavy mace).

Spells Prepared (6/7/6/5/5/4; base save DC = 15 + spell level) 0—*detect magic, guidance* ×2, *light, resistance* ×2; 1st—*bane, cure light wounds* ×2, *doom, protection from law**, *random action* ×2; 2nd—*cure moderate wounds, darkness, death knell**, *hold person, shatter, spiritual weapon;* 3rd—*cure serious wounds, dispel magic, magic circle against good**, *protection from elements, searing light;* 4th—*divine power, greater magic weapon, poison, unholy blight**; 5th—*dispel law**, *flame strike, righteous might, slay living.*

*Domain spell. *Domains:* Chaos (chaos spells cast at +1 caster level), Evil (evil spells cast at +1 caster level).

Possessions: +2 half-plate, +1 large steel shield, +1 unholy heavy mace, periapt of Wisdom +2, cloak of resistance +2, potion of cure light wounds ×3, masterwork light crossbow with 30 bolts, holy symbol, pouch with 235 gp.

Khrull is an agent sent by the church of Erythnul to ensure that Xentarich does not stray from his mission of destruction. This is a source of conflict between the two, in that Xentarich prefers destruction only where it is profitable. Khrull does not get on well with the crew except for the Storm Hammers, whose destructive tastes nearly rival Khrull's own. Against a common threat Khrull drops his dislikes and fights against any intruders in the Colossus, although he stands aside if the chaos beast manages to get loose and track Xentarich down. The half-orc spends most of his time in area **25** with Glymm, watching the land pass by below and subtly observing the gnome, hoping to glean some understanding of the Colossus's workings.

Tactics: Glymm quickly vacates the pilot's chair when the PCs enter, moving back and casting *haste*, followed by alternating defensive and offensive spells. If the alarm has been sounded, he has already cast his long-duration defensive magic and is not surprised when the characters arrive. Khrull follows similar tactics, except for casting *haste*, using his offensive magic before resorting to melee attacks.

Development: Combat in this chamber almost surely alerts Xentarich. He holds his position in the brain (area **27**), but if the PCs seem to be having an easy time of the battle with Glymm and Khrull, Xentarich can appear after a few rounds to even the score and provide an especially challenging encounter.

26. MOUTH

This chamber is situated within the large jaw of the Colossus, and the walls, floor, and ceiling have been painted a dark crimson. A staff has been driven into the floor with a small glowing crystal at its top, and the wall in front of you appears to be some kind of heavy gate that can be lowered and raised. A small red carpet adorns the floor beside the staff. A steel pole ascends through a hole in the ceiling of this chamber, and a steel lever is set in the wall nearby.

This small chamber is blocked off from the main bridge by a sheet of crystal. The staff is Xentarich's addition to the Colossus and has been enchanted with the *shout* spell. When a person speaks into the crystal, his voice echoes out of the Colossus's mouth and can be heard for hundreds of feet in every direction. Presently the mouth is closed. The pole leads up to area **27**. If the staff is removed, its power fades instantly. The lever allows the mouth to be opened.

Treasure: The small red carpet that adorns the floor of the mouth is in fact a 3-foot by 5-foot *carpet of flying*, a last resort for Xentarich if he must escape.

27. THE BRAIN (EL 14)

This hemispherical chamber is composed of ornately crafted walls of curved metal. Two great windows of softly glowing red crystal overlook the land around the Colossus. A curved staircase leads down to the decks below, while a pole leads through a hole in the floor. A floating orb of rainbow-colored light hovers in the center of this chamber, shedding a cascade of scintillating light across the room. You notice two curved bookshelves against the walls of this room, and a luxurious bed.

The steps lead down to area **25**, and the pole leads to area **26**. The orb is the manifestation of the ancient priest's spirit, and it can sense any living being within 40 feet (Spot and Listen made as if with +20 bonuses); if it notices anyone enter, it warns Xentarich of possible foes.

Creatures: Xentarich, the leader of the forces in the Colossus, almost never leaves this chamber, since he is in near constant negotiation with the spirit in the orb.

Xentarich, Male Human Wiz14: CR 14; Medium-size Humanoid; HD 14d4+28; hp 67; Init +3; Spd 30 ft; AC 15, touch 15, flat-footed 12; BAB +7; Grap +6; Atk +7/+2 melee (1d4/crit 19–20, *+1 dagger*), or +10 ranged (damage varies, ranged touch); SA spells; SQ evasion; AL NE; SV Fort +10, Ref +11, Will +11; Str 8, Dex 17, Con 14, Int 25, Wis 11, Cha 17.

Skills: Alchemy +21, Bluff +11, Concentration +19, Knowledge (arcana) +24, Knowledge (architecture & engineering) +17, Knowledge (geography) +13, Listen +5, Spellcraft +24, Spot +5, Tumbling +8. *Feats:* Combat Casting*, Craft Wondrous Item, Dodge, Empower Spell, Forge Ring, Great Fortitude, Lightning Reflexes, Quicken Spell, Scribe Scroll.

*Includes +4 bonus from Combat Casting.

Spells Prepared (4/6/6/6/5/4/4/3; base save DC = 17 + spell level): 0—*detect magic* ×2, *flare, ray of frost;* 1st—*alarm, color spray, mage armor, magic missile* ×2, *shield;* 2nd—*blur, bull's strength, cat's grace, levitate, summon monster II, web;* 3rd—*dispel magic, displacement, fireball* ×2, *haste, lightning bolt;* 4th—*ice storm, improved invisibility, minor globe of invulnerability, phantasmal killer, stoneskin;* 5th—empowered *lightning bolt,* quickened *magic missile, wall of force, teleport;* 6th—*chain lightning, disintegrate,* quickened *endurance, globe of invulnerability;* 7th—*forcecage, insanity, power word, stun.*

Xentarich has made the following spells *permanent* (via the *permanency* spell) on himself: *see invisibility, detect magic, protection from arrows,* and *tongues.*

Possessions: +1 dagger, amulet of shield guardian control, boots of striding and springing, cloak of resistance +2, gloves of

dexterity +2, headband of intellect +4, ring of protection +2, ring of evasion, scarab of protection (10 charges), *Heward's handy haversack, potion of cure moderate wounds, potion of cure serious wounds,* scroll of *dispel magic* (10th level), scroll of *summon monster VII, wand of magic missiles* (9th level, 27 charges), *wand of summon monster III* (38 charges), key to area **10**, small onyx figurine of an ape adorned with rubies (1,000 gp), 40 pp, 625 gp.

Spellbook: Xentarich's two spellbooks are stored in area 27 and contain all the spells listed above, as well as the following: 0—all; 1st—*change self, charm person, feather fall, grease, hold portal, reduce, sleep, true strike, unseen servant;* 2nd—*arcane lock, daylight, darkvision, detect thoughts, knock, Melf's acid arrow, protection from arrows, scare, see invisibility, spectral hand;* 3rd—*explosive runes, fly, greater magic weapon, nondetection, protection from elements, suggestion, tongues, vampiric touch;* 4th—*dimensional anchor, emotion, enervation, polymorph self, solid fog;* 5th—*cloudkill, dominate person, magic jar, passwall, permanency, persistent image, sending, summon monster V;* 6th—*acid fog, Bigby's forceful hand, greater dispelling, legend lore, programmed image;* 7th—*control undead, greater scrying, sequester, spell turning.*

Xentarich is a man who craves absolute power and wealth, yet has no qualms about the methods he employs to get them. Xentarich is bald and well-tanned, and some of his features appear exotic. He wears a small, well-trimmed beard and dresses in rare and luxurious clothes (worth 300 gp). He lost his familiar several years ago and has never had the heart to summon a replacement. Xentarich craves luxuries and spent much of his wealth making the Colossus more habitable. Xentarich does not leave area **29** under any circumstances, as he is too busy keeping the Colossus's mind in check. Xentarich owns a shield guardian that guards area **20** and blocks the stairs to the control room.

Tactics: If Xentarich is aware that a fight is imminent (such as by sounds of battle emanating from the bridge) he magically prepares himself for combat with as many defensive spells as he has time to cast. Should a fight go badly, he tries to make for his *carpet of flying* (area **26**) or *teleports* back to his secret base (see area **16**) to lick his wounds. In combat, Xentarich doesn't pull any punches; the Colossus is too good to give up easily. He uses *forcecage* immediately, trying to capture as many tough melee combatants in it as possible. He then focuses on other spellcasters. Xentarich tries to gauge the characters' strengths by their appearance, casting spells like *disintegrate* on those who look to have weak Fortitude saves, and spells such as *chain lightning* on those who look to have poor Reflex saves.

Treasure: Xentarich's collection of books is quite valuable (2,000 gp). The shelves also hold his spellbooks. One is a *Boccob's blessed book* that contains all his 3rd–7th-level spells. The second book contains all his 0–2nd-level spells.

A cupboard contains a small casket with 2,700 gp, and 10 small rubies (30 gp each). One of these is shaped like a heart and is magically enchanted. This is the magic key to open area **23**.

CONCLUSION

If Xentarich is defeated, read the following:

> The mage gasps a last short scream before collapsing to the floor. As the life in his eyes fades, the glowing orb begins to flicker nervously. It changes color to a pale blue and you hear a voice within your minds. "Who are you? Vile creatures of evil, what have you done to Xentarich?" The orb begins to glow a deep red.

The PCs must now convince the mind they mean no harm. A successful Diplomacy check (DC 25) convinces the spirit that the PCs are acting for the greater good, but another Diplomacy check (DC 35) is required to convince the spirit that Xentarich was tricking it. If the PCs show some sort of proof (perhaps by bringing one of the gnome engineers here or showing the spirit Khrull's holy symbol), they can receive a +2 to +5 circumstance bonus to these checks (as the situation and the PCs' role-playing dictates). Being gentle but firm is the best approach here. A good cleric or paladin can convince the spirit of their alliance to the good gods, adding an additional +4 bonus to these Diplomacy checks.

If the characters are determined to persuade the spirit of their intentions and do not give up, or they make the successful checks above, read the following:

> "Oh merciful Gods how I have been tricked! The blood of innocents have been spilled through my carelessness. I thank you heroes for freeing me from this trickery, but I feel the years have withered my soul and twisted my reasoning. I beg of you a boon—now that you have slain those that used me, will you grant me freedom? I have been trapped here longer than I can remember and I desire to continue my journey into the afterlife, something Xentarich denied me. I can no longer stand to exist in the construct; please, set me free."

Once it is convinced of the PCs' intentions, the spirit grows very depressed and horrified at the carnage the Colossus has wrought, and the construct grinds to a halt. It readily answers any of the PCs' questions, although its voice grows more distant and the answers more curt as the conversation wears on. If the PCs fail to persuade the spirit, act hostile, or otherwise make a mess of things, the spirit bellows something about "the forces of evil will never control the Heironean Colossus" and activates its self-destruct sequence (see below).

If the PCs agree, the spirit tells them of the heart chamber, informs them of the key in the cabinet, and instructs them to destroy the heart of the Colossus to release its spirit. The spirit recommends the PCs set up a quick escape route to flee from the Colossus once the heart is significantly damaged. It informs them that they'll have roughly 30 seconds to get clear from the construct before it is destroyed. If they refuse or take too much time to make a decision, the spirit becomes anxious and the Colossus begins to pace anxiously. The spirit cannot be convinced by any means that anything other than its destruction is safe for the world, and if the PCs hem and haw too long, it informs them in a near-hysterical tone that is is activating the Colossus's self-destruct sequence.

SELF-DESTRUCT

In this case, the orb glows a bright red and high-pitched beeping begins to fill the entire construct. It grows more frenzied as the countdown continues, and the construct begins to shake and groan. The characters have 1 minute to escape the Colossus, after which time the construct explodes destroying the Colossus and dealing 40d6 points of damage to any creature inside, and 20d6 points of damage to all structures and creatures within 100 feet (Reflex, DC 26, for half damage).

There is only one way to keep the Colossus intact. A *wish* or *miracle* spell frees the soul from the energy sphere without any destruction but creates a complete power failure. To restore the Colossus, a new and willing recipient must allow a powerful spellcaster to cast a *trap the soul* spell, imprisoning him or her within the sphere to power the Colossus.

Once the Colossus is destroyed the lords of the lands terrorized by the construct host a huge celebration. The amazing accomplishment by the heroes draws a significant amount of attention to them, and they find their prestige almost legendary in the immediate area. Nobles and rich merchants from threatened lands nearby scrape together a chest of 8,000 gp that they award the PCs.

If the spirit was freed and the Colossus is intact but immobile, the nobles that own the land claim ownership of the fallen giant and hire a team of wizards and inventors to investigate the machine. The PCs might contest these claims, causing some tension between the group and the local nobles. Alternatively, the church of Heironeous might claim the Colossus as their property, further complicating the issue of ownership. If the PCs still have the maps from area **4**, the rulers of the land might wish to investigate the original homeland of Xentarich and could consider hiring the PCs as envoys. Characters who have visited the underground cavern lair of Xentarich might wish to *teleport* back to explore the area, and possibly the strange lands beyond. In several years time, a new Colossus could be built, and what better officers to crew the construct than the PCs who defeated the original? The Colossus might be sent wading through the ocean in search of strange lands to investigate or conquer.

In the event the Colossus is destroyed, another might show up later with a new crew, built from plans Xentarich recorded in his lair. This group might be composed exclusively of Erythnulites, or perhaps the new Colossus has even deadlier weapons and abilities at its disposal. For an added twist, consider using the half-machine template from *Dungeon* issue #91 on some of the Colossus's crew or other inhabitants. Ω

APPENDIX

Xentarich has hired a small army with his funds. Due to his own personal wealth, he has very experienced combat veterans at his disposal.

THE CREW OF THE COLOSSUS

The Darkblades, Female (1) and Male (5) Human Ftr8: CR 8; Medium-size Humanoid; HD 8d8+16; hp 55 each; Init +5; Spd 20 ft.; AC 20, touch 11, flat-footed 19; BAB +8; Grap +12; Atk +12 melee (1d8+4/crit 19–20, longsword); AL LE; SV Fort +8, Ref +3, Will +6; Str 18, Dex 12, Con 14, Int 10, Wis 14, Cha 11.

Skills: Intimidate +4, Jump +3*, Listen +5, Ride +6, Spot +5. *Feats:* Blind-Fight, Cleave, Great Cleave, Improved Initiative, Iron Will, Power Attack, Sunder, Weapon Focus (longsword), Weapon Specialization (longsword).

*Includes –9 armor check penalty.

Possessions: +1 longsword, potion of haste, potion of cure serious wounds, masterwork half-plate, masterwork large steel shield, dagger, 30 gp.

Tasha, Pwenkin, Yurit, Manithare, Gared, and Ioka form the Darkblades—simple, cruel, and greedy mercenaries. They obey Xentarich unquestioningly and fight to the bitter end provided they are paid. When the adventure begins, two Darkblades sleep in area **11** and the other four man the ballistas in area **24**.

Gnome Engineers, Female (3) and Male (7) Gnomes Exp2: CR 1; Small Humanoids; HD 2d6+4; hp 11 each; Init +1; Spd 20 ft.; AC 12, touch 12, flat-footed 11; BAB +1; Grap –4; Atk +1 melee (1d4–1/crit 19–20, dagger); SQ gnome traits; AL CN; SV Fort +2, Ref +1, Will +4; Str 8, Dex 12, Con 14, Int 15, Wis 13, Cha 10.

Skills: Alchemy +7, Craft (blacksmithing) +7, Diplomacy +3, Disable Device +7, Knowledge (architecture & engineering) +7, Knowledge (arcana) +7, Listen +5, Spot +4, Tumble +6. Feats: Skill Focus (Knowledge—architecture & engineering)

Possessions: Dagger, tools, belt pouch with 4d6 gp.

The gnomes have been hired by Xentarich to maintain the Colossus and have undertaken the task with frantic joy. They are oblivious to the pain and suffering they are

causing, and flee if confronted with any threat whatsoever. If interrogated, they reveal everything they know (which is very little), and would gladly serve another "captain" if they were allowed to stay on as technicians. See area **5** for more details on the gnomes. All the gnomes hate the bugbears and are bullied mercilessly by them. The gnomes currently work in several locations. including areas **1**, **5**, **13**, **14**, and **25**, performing various tasks and making repairs.

The Nighthawks, Female (1) and Male (5) Human Ftr3/Rog4: CR 7; Medium-size Humanoids; HD 4d6+4 plus 3d10+3; hp 45 each; Init +7; Spd 30 ft.; AC 19, touch 14, flat-footed 19; BAB +6; Grap +8; Atk +11/+6 melee (1d6+3/crit 18–20, *+1 rapier*); or +13/+8 ranged (1d8+3/crit ×3, longbow with *+1 arrows*); SA sneak attack +2d6; SQ evasion, uncanny dodge; AL NE; SV Fort +6, Ref +9, Will +1; Str 15, Dex 18, Con 13, Int 12, Wis 9, Cha 11.

Skills: Hide +14*, Listen +8, Move Silently +14*, Open Lock +13, Search +9, Spot +8, Swim +0**, Tumble +14*, Use Rope +12. *Feats:* Dodge, Improved Initiative, Point Blank Shot, Precise Shot, Weapon Finesse (rapier), Weapon Focus (composite longbow).

*Does not include –1 armor check penalty when buckler is worn.

**Includes –8 penalty for weight of gear carried.

Possessions: +1 studded leather, +1 rapier, masterwork mighty composite longbow [+2 Str] with 10 *+1 arrows* and 20 arrows, *potion of cat's grace, potion of invisibility,* buckler, tanglefoot bag, alchemist's fire ×4, thieves' tools.

The Nighthawks are a band of famous thieves. Their members include five men, Riskat, Loomis, Welsfin, Boris, and Evert, and one woman, Portitia. Presently, two Nighthawks are stationed in area **4**; they rain arrows down on villages the Colossus attacks. The remaining four spend most of their time in area **13** preparing to strap into their gliders and make aerial runs, dropping alchemist's fire on buildings and fleeing villagers.

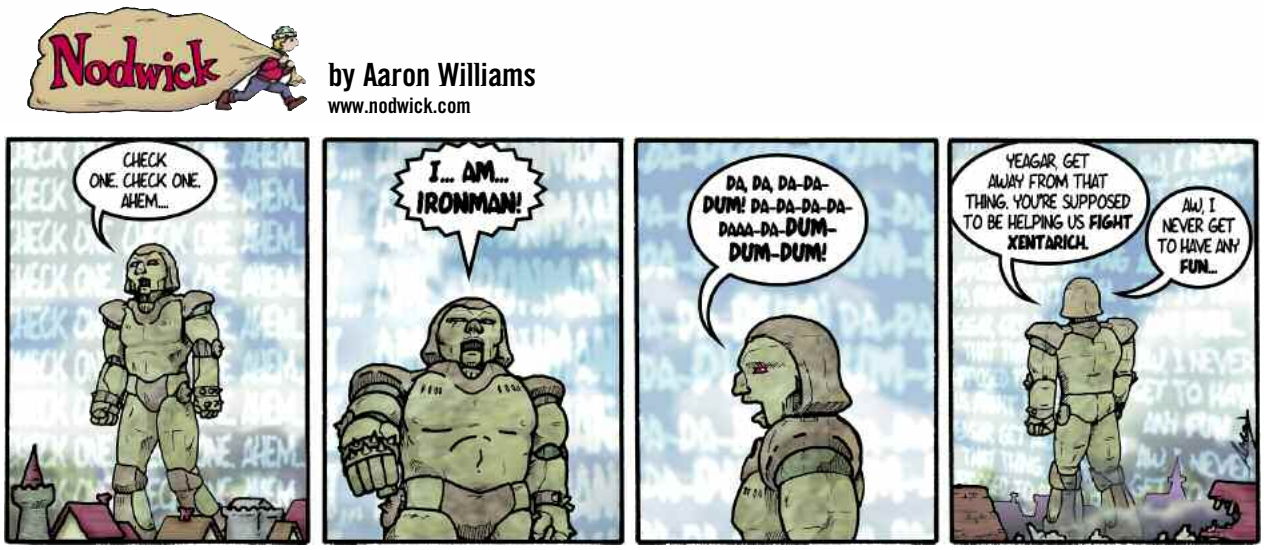
The Storm Hammers, Male Bugbear Bbn3/Ftr3 (4): CR 8; Medium-size Humanoid; HD 3d8+6 plus 3d12+6 plus 3d10+6; hp 66 each; Init +1; Spd 20 ft.; AC 17, touch 11, flat-footed 17; BAB +8; Grap +11; Atk +13/+8 melee (1d10+5/crit 19–20, *+1 heavy flail*); SA rage 1/day; SQ uncanny dodge (Dex bonus to AC); AL LE; SV Fort +9, Ref +6, Will +3; Str 17, Dex 13, Con 15, Int 9, Wis 10, Cha 7.

Skills: Climb +5*, Hide +2*, Intimidate +4, Jump +5*, Listen +3, Move Silently +5*, Spot +3. *Feats:* Alertness, Cleave, Dodge, Power Attack, Weapon Focus (heavy flail).

*Includes –1 armor check penalty.

Possessions: +2 chain shirt, +1 heavy flail, potion of bull's strength, potion of cure light wounds ×2, alchemist's fire ×2, thunderstone, 40 gold pieces.

Turik, Poolish, Qar, and Vermikai form the Storm Hammers, a group of elite bugbear shock troopers employed by Xentarich. They are fiercely loyal to the wizard and fight to the death to defend him from harm. The PCs might encounter the Storm Hammers on the ground. If they make it inside the Colossus without facing the bugbears, however, they either run into them when the creatures return to their chambers (area 12). Given that the PCs probably leave the Storm Hammers behind early, they make perfect reinforcements if an alarm is sounded, or they can make an easy encounter significantly more challenging if the PCs are having an easy time dealing with the other hazards in the Colossus. They might simply enter a room on the PCs' heels on the way to the barracks to rest, or the common room or kitchen to grab a snack.


Nodwick
by Aaron Williams
www.nodwick.com
CHECK ONE. CHECK ONE. AHEM...
I... AM... IRONMAN!
DA, DA, DA-DA-DUM! DA-DA-DA-DA-DAAA-DA-DUM-DUM-DUM!
YEAGAR, GET AWAY FROM THAT THING. YOU'RE SUPPOSED TO BE HELPING US FIGHT XENTARICH.
AW, I NEVER GET TO HAVE ANY FUN...

LUKACS

LIFE'S BAZAAR

BY CHRISTOPHER PERKINS

ARTWORK BY CHUCK LUKACS AND VAL MAYERICK · CARTOGRAPHY BY CHRISTOPHER WEST

Magic Items · Monsters · NPCs · Objects · Settlements · Traps

"Life's Bazaar" is the first module in an Adventure Path series spanning several issues of *Dungeon Magazine*. This Dungeons & Dragons® adventure is designed for four player characters (PCs) of 1st level. PCs who survive the entire adventure should advance to 3rd level.

The adventure easily accommodates larger groups of PCs, and it can handle parties of 2nd or 3rd level. Larger or more powerful groups require less time to recover between encounters and receive fewer experience points per encounter than a party of 1st-level adventurers would gain. See the "Scaling the Adventure" sidebar for details on altering the adventure for larger groups or parties of higher level.

When the PCs obtain sufficient experience points to advance to their next level, allow them to advance during the course of the adventure.

PREPARATION

You, the DM, should have a copy of the core rulebooks (the *Player's Handbook*, *Dungeon Master's Guide*, and *Monster Manual*). This adventure also features creatures from the *Monster Manual II* and *Fiend Folio*; pertinent statistical information for *Monster Manual II* monsters is provided in the "Life's Bazaar" Web enhancement (available at www.paizopublishing.com), although it's strongly recommended that you reference the *Monster Manual II* for complete descriptions of these monsters. Statistics for creatures from the *Fiend Folio* are provided in the adventure. You should review the statistics for the monsters and unique villains before attempting to run the adventure. You should also note that the page numbers provided referencing the three core books will change once the revised versions are released in July.

Scattered throughout the adventure are Campaign Seed sidebars. These sidebars contain slivers of information about the campaign that might surface in future installments of the series, but which aren't necessarily pertinent to this first adventure. More Campaign Seeds are provided in the Web enhancement. These sidebars are meant to introduce future allies and adversaries and help you keep track of the campaign's "movers and shakers."

BACKGROUND

Built inside the mouth of a dormant volcano, the town of Cauldron is aptly named. Although nominally ruled by a Lord Mayor, the town secretly serves as the demesne of a greedy beholder named Vhalantru. Disguised as an influential noble, "Lord Orbius Vhalantru" is the secret power behind the Lord Mayor. He charms various nobles, merchants, and members of the town guard. He pokes his eyestalks into various legitimate and illegal ventures within Cauldron's walls, and no one—not even the Lord Mayor or the captain of the town guard—is the wiser.

In general, life in Cauldron is good. The town guard deals with local troublemakers but leaves the bigger problems (like marauding monsters) to the Lord Mayor or the Church of St. Cuthbert. Both the Lord Mayor and the clerics of St. Cuthbert periodically hire adventurers to deal with such problems directly.

Townsfolk are generally pleased with the Lord Mayor, although a recent string of disappearances and robberies worries them. People have been taken from their homes during the night, and the town guard has been unable to identify the culprits or locate the vanished citizens. Moreover, the victims' homes were stripped of portable valuables. No place is secure.

Cauldron's beholder overlord knows the secret behind the abductions. Vhalantru has met the half-dwarf/half-troll slave trader who dwells below the town in an old stronghold carved from lava rock called the Malachite Fortress. This unscrupulous slave trader, named Kazmojen, runs a slave bazaar where he sells his latest acquisitions to creatures of the Underdark. Kazmojen is a recent arrival who is still carving out a business niche for himself. Vhalantru has accommodated him thus far, allowing Kazmojen to form a pact with some skulks and dark creepers who lair in the abandoned, subterranean gnome enclave of Jzadirune. The skulks and dark creepers are directly responsible for the abductions: The people they capture are taken to Kazmojen. The skulks and dark creepers get to keep whatever they take from the homes of the abductees, plus a percentage of Kazmojen's profits from the sales of the slaves.

The recent disappearance of four children from the Lantern Street Orphanage has outraged many locals and prompted a distraught cleric of St. Cuthbert to use a minor artifact in her

church to cast a *divination* spell. The spell has revealed several important clues, which the cleric has been unable to piece together. Enter the player characters.

ADVENTURE SYNOPSIS

Jenya Urikas, a cleric of the Church of St. Cuthbert, hires the untested PCs to find four children kidnapped from the Lantern Street Orphanage and learn what they can about the abductors. The party's clerical benefactor offers one *potion of cure moderate wounds* per PC up front and promises a monetary reward once the heroes complete the mission. Further, if the heroes succeed, Jenya promises to arrange a meeting with the Lord Mayor, for it seems the Lord Mayor enjoys meeting local heroes and offering them future work.

The *divination* spell cast by Jenya suggests a connection between the unknown abductors, an abandoned gnome enclave below Cauldron, and a gnome locksmith named Keygan Ghelve. The heroes' investigation quickly leads them to the locksmith's shop, beneath which lies the not-quite-abandoned gnome community of Jzadirune.

The creatures responsible for the recent rash of kidnappings include a coterie of skulks and a small band of dark creepers led by a dark stalker. The skulks have pressed the locksmith into service by snatching and imprisoning his familiar. Since Keygan Ghelve created most of the town's locks, he has "skeleton keys" for nearly every building in Cauldron. The skulks and dark creepers have used these skeleton keys to break into houses and make off with their contents.

Inside Keygan's shop, the heroes find a secret staircase leading down into Jzadirune, which Cauldron's gnome community abandoned years ago after a strange magical disease ravaged the enclave. Heroes who survive the perils of Jzadirune discover a crude elevator that leads down to Kazmojen's stronghold, called the Malachite Fortress. There, they find the half-troll busily selling slaves to a durzagon (half-fiend duergar) client. The sudden appearance of Lord Vhalantru interrupts the bazaar. The beholder wants one of the four abducted children—a dour and sadistic boy named Terrem—returned safely to Cauldron. The boy, who bears a strange invisible birthmark, is important to Lord Vhalantru's future designs for Cauldron.

CAMPAIGN SEED: LORD VHALANTRU

Unbeknownst to Cauldron's Lord Mayor and other townsfolk, Vhalantru the beholder keeps eleven watchful eyes on local adventuring bands. Once adventurers reach a level where Vhalantru perceives them as a threat to his hold over the city, the beholder invites them to his manor and "cashes them out." Many heroes who have served the Lord Mayor in the past now adorn Lord Vhalantru's estate as statuary. Vhalantru claims to know a sculptor who carves these wondrous effigies in honor of Cauldron's greatest heroes—not so. The Lord Mayor has seen many heroes come and go and constantly grooms new ones to replace those who have seemingly departed in search of greater adventures elsewhere.

Lord Vhalantru is secretly in league with an evil organization called the Cagewrights (see the Campaign Seed: The Shackleborn sidebar for details). This sinister society seeks to transform Cauldron into a gate-town—a permanent gateway between the Material Plane and Carceri. In exchange for his help, Vhalantru has been promised lordship of the new gate-town, as well as support from several newly freed Carcerian fiends in his bid to conquer and enslave neighboring realms.

Terrem's abduction was a mistake, and Lord Vhalantru has decided to correct the error personally. Although the heroes view the beholder briefly, they are not encouraged to fight it. Before they can worry about the greater threats that lie ahead, they must free the captive townsfolk from the half-troll slaver and his hobgoblin henchmen.

CAULDRON

Cauldron forms the hub of the campaign and has seen many adventures over the years. The town's buildings, tightly packed and built from volcanic rock and wood, line the inner bowl of a nameless, dormant volcano. Cobblestone roads form concentric circles around a small lake of cold water, which fills the volcano's basin. Although the town's sewage seeps into the lake, local clerics routinely purify the water for the citizens in exchange for charitable donations to their temples.

A 50-foot-tall fortified wall of black malachite encircles the city, tracing the outer rim of the volcano. Four roads descend the outer walls of the volcano, becoming major thoroughfares that lead to other towns and distant realms. The districts nearer the rim of the city tend to be occupied by upper class families and elite merchants. The closer one gets to the center of town (and the closer to the pungent odors of the central lake), the shoddier the construction and the more dangerous the dark alleys.

Most people get around Cauldron on foot, although the town has its share of wagons and carriages, most of them owned by merchants and nobles.

The map of Cauldron shows the locations of The Church of St. Cuthbert, the Lantern Street Orphanage, and Ghelve's Locks, all of which figure in this adventure. Future modules in this series will introduce and describe other locations within the town. Feel free to add new places to the map as dictated by the needs of your campaign. For instance, if one of the PCs worships the goddess Yondalla, feel free to place a small temple or shrine dedicated to Yondalla somewhere within the town.

♛ **Cauldron (large town):** Conventional; AL NG; Population 4,500 adults; 3,000 gp limit; Assets 600,000 gp; Mixed (79% human, 9% halfling, 5% gnome, 3% dwarf, 2% elf, 1% half-elf, 1% half-orc).

Authority Figures: Lord Mayor Severen Navalant, male human Ari10; Terseon Skellerang, male human Ftr8 (Captain of the Town Guard).

Important Characters: Lord Orbius Vhalantru, beholder (true overlord of Cauldron); Jenya Urikas, female human Clr5 (cleric at the Church of St. Cuthbert); Meerthan Eliothlorn, male half-elf Wiz12 (merchant staying at The Drowning Morkoth Inn); Keygan Ghelve, male gnome Exp3/Wiz(Ill)1 (owner of Ghelve's Locks); Gretchyn Tashykk, female halfling Com1 (Lantern Street Orphanage headmistress); Patch, male half-orc Com1/Rog1 (spy for The Last Laugh guild); Vortimax

SCALING THE ADVENTURE

"Life's Bazaar" is designed to challenge 1st- and 2nd-level characters. However, the adventure can be modified for higher-level characters as follows.

• If the PCs begin the adventure at 2nd level, double the amount of damage dealt by all traps, thereby increasing the traps' CR by 1. For instance, a CR 1 corrosive gas trap that deals 2d6 points of damage would deal 4d6 points of damage instead and be treated as a CR 2 encounter. Increase the save DC of the Vanishing disease to 18. Give each skulk one level of rogue (1d6 extra hp, +2 to Reflex saves, 8 extra skill points, one extra feat, sneak attack +1d6). Add another choker in area **J22**, double the number of monstrous centipedes in area **J29**, add another dark creeper in area **J40**, and double the number of hobgoblins encountered in area **J63** and the Malachite Fortress. Give Yuathyb (area **J44**) a pair of dark creeper bodyguards. Make Prickles a fully grown howler instead of a juvenile specimen. If the characters reach the final encounter without any significant drain to their resources, give Kazmojen another fighter level as well.

• If the PCs begin the adventure at 3rd level, make the following modifications in addition to the changes above. Increase the save DC of the Vanishing to 19, and increase the Search and Disable Device DCs of all traps by +2. Give each skulk another rogue level, and double the number of dark creepers encountered. Give Yuathyb one level of rogue (1d6+1 extra hit points, +2 to Reflex saves, 9 extra skill points, sneak attack increases by +1d6). Add another grell to area **J36** and another pulverizer to area **J44**, increase the sizes of the spiders in area **J58** by one size category each, replace the animate chains in area **M6** with a chain golem (see *Monster Manual II,* page 44), and place an imp in area **M25** (with the lemures). Use the statistics for Zarkad (area **M21**) for all hobgoblins, and give Zarkad himself another level of warrior. Give Xukasus (area **M4**) a pet carrion crawler, and give the hammerers (area **M14**) standard hit points. If the characters reach the final encounter without any significant drain to their resources, give Pyllrak one monk level.

• If the PCs begin the adventure at 4th level, make the following modifications in addition to the changes above. Increase the save DC of the Vanishing to 20, and increase the disease's damage to 1d8 Cha. Increase the Search and Disable Device DCs of all traps by another +2, and add 20 feet of depth to each pit trap (+2d6 points of falling damage, +1 CR). Increase the number of skulks and dark creepers by one per encounter area. Add another stone spike to area **M3**, give Xukasus (area **M4**) a pair of carrion crawler pets and a masterwork falchion, give Zarkad (area **M21**) another level of warrior, and give Kazmojen and Pyllrak another level of fighter and monk, respectively. Make Kazmojen's urgrosh a +1 weapon. If the characters reach the final encounter without any significant drain to their resources, apply the fiendish template to Kazmojen's howler.

You can also make the adventure tougher by adding random encounters. Suggestions include a trap that summons a Medium-size earth or fire elemental (EL 3), a roving phantom fungus (EL 3), a gray ooze (EL 4), a minor (EL 3) or average xorn (EL 5) demanding tribute, or a pair of stealthy meenlocks (EL 5).

Weer, male human Wiz10 (alchemist and potion brewer at Weer's Elixers); Phalian Gurnezarn, male human Exp6 (blacksmith and proprietor of Gurnezarn's Smithy); Bjellkir Zanathor (proprietor of Zanathor's Provisions, a general store); Rivek Mol (proprietor of The Tipped Tankard); Halpeen Welvihk (proprietor of The Drunken Morkoth Inn); Tippys Surefoot, female halfling Exp4 (proprietor of Sure Foot Livery); Asfelkir Hranleurt, male half-orc Clr6 (high priest of the Temple of Lordly Might dedicated to Kord).

Typical Guard Patrol: Members of the town guard are especially vigilant in the wake of recent abductions. A typical patrol consists of a sergeant (War4) and 1d4+2 privates (War2). Guards typically wear breastplates emblazoned with the town emblem (a watchful eye wreathed in flames) and carry halberds, short swords, and shortbows.

RUMORS IN CAULDRON

The PCs might be residents of Cauldron or visitors in search of adventure. Although the recent string of abductions has fueled countless rumors, not all of the town's gossip centers on the kidnappings. Some rumors allude to other threats that have yet to surface.

PCs who are residents of Cauldron know various rumors tied to current happenings in town. Assume that local PCs know 1d4+2 of the rumors given below. Visiting PCs, on the other hand, know only what they overhear in local taverns and inns; a successful Gather Information check yields one rumor (DC 15), two rumors (DC 20), or three rumors (DC 25). Roll randomly or select appropriate rumors from the table below:

d12 Roll	Rumor
1	One of the children kidnapped from the orphanage is the bastard son of the Lord Mayor. (False)
2	A cloaked figure collided with me in the street and knocked me down. She uttered some horrible curse, glared at me with her ghostly face and haunting blue eyes, then strode off. (True; the "woman" was a skulk.)
3	A secret guild of halfling rogues is responsible for the kidnappings and robberies. (False, although dark creepers could be mistaken for halflings at a distance.)
4	Someone in Cauldron trades in strange currency: coins stamped with a jester instead of the sovereign. The authorities are trying to find the source. (True; The Last Laugh guild in town mints its own coins.)
5	A tentacled beast lurks in the cold depths of the lake. (True; a powerful morkoth makes its home there.)
6	Coryston Pike, one of the kidnapped victims, feared for her life days before she vanished. (False)
7	Evil cultists are kidnapping people and sacrificing them to an evil god who has two heads and tentacles for arms. (False)
8	A magical disease is causing people in the city to vanish. The same thing nearly wiped out the gnomes of Jzadirune 75 years ago! (False; the disease, though real, is not to blame for the missing townsfolk.)
9	One of the stolen orphans is the offspring of Dwern and Imogen Stormshield, two adventurers who perished a few years back. (Partially true; Vhalantru the beholder turned Deakon's parents to stone and added them to his statue collection, then had their son placed in the local orphanage.)
10	Keygan Ghelve is one of the finest locksmiths in the world. Only a skilled rogue or spellcaster could bypass one of his locks without the proper key! (True)
11	Jeneer Everdawn, one of the missing townsfolk, did volunteer work at the local orphanage. Coincidence? I don't think so! (False)
12	Gryffon Malek and Krylscar Endercott knew each other. They would meet each other after hours at The Tipped Tankard and drink until the wee hours of the morning. Now they're both gone! (True; they were friends who both caught the attention of the skulks.)

WEATHER IN CAULDRON

You can set this adventure during any time of the year, although descriptive text assumes that the adventure takes place during late autumn. Overcast days allow brief flashes of sunshine before unleashing drizzling rain, and the night's wind carries an unpleasant chill.

See Weather Hazards in the *Dungeon Master's Guide* for rules governing combat in inclement weather.

THE KIDNAPPINGS

A band of skulks and dark creepers are responsible for the recent abductions and burglaries. They creep out of Ghelve's Locks at night and scour the town for easy marks. At some point, the PCs might question local guards about the abductions and crime scenes, hoping to find clues to the kidnappers' identities. Each successful Gather Information check (DC 12) reveals one of the following pieces of information:

• People have been kidnapped from every district in the town. The crimes are not particularly localized.

• Most of the victims are low- to middle-class citizens, but otherwise nothing seems to connect them.

• All of the recent kidnappings have occurred at night. The kidnappers prefer to strike on overcast nights or when the moon is new.

• The town guard has been watching suspected members of various local thieves' guilds, but their vigilance has not yet paid off.

• The perpetrators pick the locks of the victims' dwellings. Once inside, they grab their prey, steal any loot they find, and vacate the premises.

• No witnesses have come forward to report screams, loud scuffles, or sinister figures creeping about on the nights of the kidnappings.

• The local constabulary suspects between two and six culprits, based on the number of footprints found at various crime scenes. The footprints suggest that the abductors include both Small and Medium-size humanoids.

RECENT ABDUCTEES

During their investigation into the kidnappings, the players might ask for a list of missing townsfolk. Although investigating these past victims only yields more dead ends, you can either come up with a list on your own or download the "Life's Bazaar" Web enhancement for a Player Handout that gives a brief description of each of the kidnap victims.

The victims were chosen more or less randomly. In general, the skulks and dark creepers selected victims who might be worth something as slaves. They like to pick a victim in the evening, follow their mark home, and survey the victim's residence until nightfall. Then, in the dead of night, they slip inside, quickly subdue the victim, and loot the place.

The attack on the orphanage is a new twist: One of Kazmojen's recurring clients—a durzagon (half-fiend duergar) named Pyllrak Shyraat—wants younger slaves who are more tractable and less likely to revolt. Thus, Kazmojen has given the skulks and dark creepers instructions to gather children from the city above. See "The Church of St. Cuthbert" for the names of the four missing children.

CHAPTER ONE: GONE IN THE NIGHT

The adventure opens with an encounter in the streets of Cauldron. The heroes rescue a cleric of St. Cuthbert from some thugs and escort him safely to his temple. There they meet Jenya Urikas, a cleric who thinks she has unlocked the mystery of the recent kidnappings.

Following their meeting with Jenya, the heroes can search for clues at the Lantern Street Orphanage, site of the most recent disappearances, or they can investigate a local locksmith with suspected ties to the kidnappers. The latter course takes them into the next chapter of the adventure.

THE ACCOSTED CLERIC (EL 3)

The adventure begins with the PCs walking the streets of Cauldron before nightfall. Read or paraphrase the following:

> Steady drizzle falls from the ash-gray sky. The crowded, rain-slicked buildings seem especially bleak and frightful this evening, hunched together beneath the tireless rain. A few lights burn in their eyes, but mostly their shutters have been closed for the night. The scent of chimney smoke fills the air, and you hear the din of water trundling from the rooftops, splashing into dark alleys, and turning street gutters into rivulets.
>
> A sudden, plaintive cry for help splits the evening air. It seems to come from somewhere behind you.

Characters who stop and listen can hear some cursing and sounds of a scuffle, slightly muffled by the rainfall. Read or paraphrase the following if they investigate:

> You follow the noises to the mouth of a mist-shrouded alley, wherein you see three figures assaulting a fourth, who lies face down on the wet cobblestones. One of attackers lifts the victim by the hood of his cloak and thrusts him against a wall as another growls, "Stay away from the orphanage, you got that?"

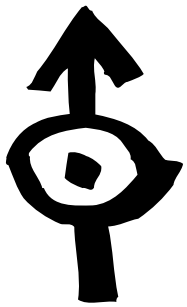
The alley is 10 feet wide and 60 feet long, opening into a street at either end. Like many alleys in Cauldron, it slopes toward the center of town at an angle of 15 degrees. Two-story buildings loom on both sides of the alleyway.

The three attackers are off-duty town guards working for a member of The Last Laugh, a local guild of thieves. (A successful Knowledge—local or bardic knowledge check, DC 20 reveals that the painted faces of Ruphus's attackers indicate they are in some way affiliated with this guild.) Their faces are painted in a

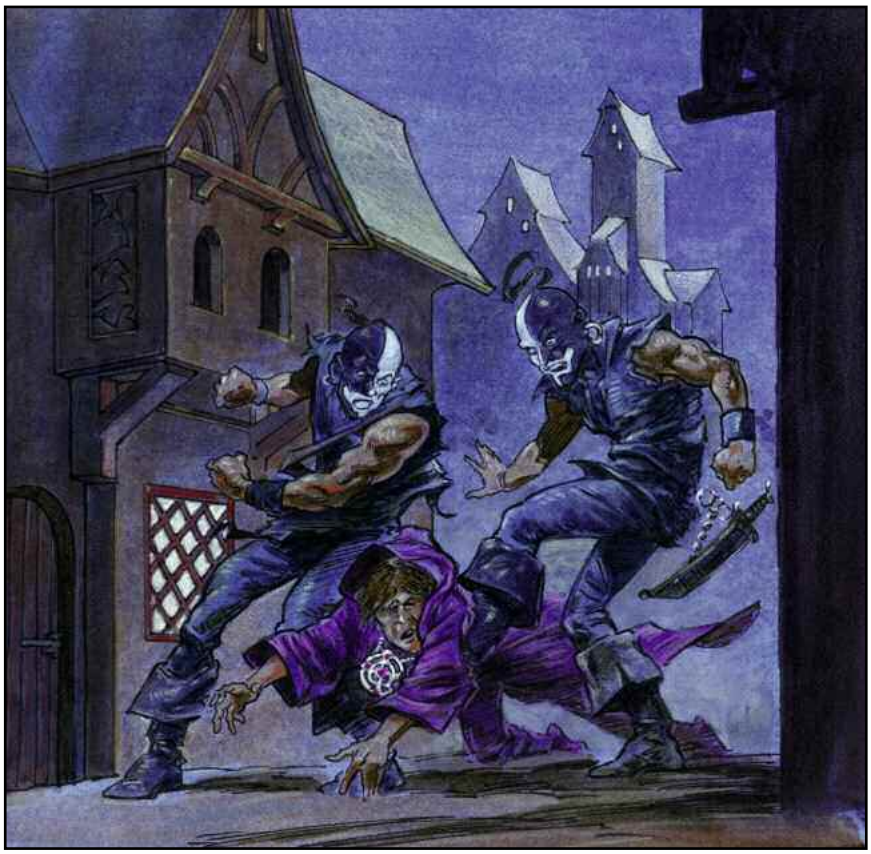
CAMPAIGN SEED: THE SHACKLEBORN

The campaign's major story arc involves an evil faction called the Cagewrights. These servants of evil seek to open a permanent two-way portal between the Material Plane and the outer plane of Carceri, transforming the town of Cauldron into a gate-town. If the Cagewrights are successful, an incarcerated horde of fiends trapped on Carceri's first layer will escape their prison-plane and ravage the town, visibly transforming its buildings and condemning its citizens to a life of slavery under Vhalantru's subtle tyranny. From Cauldron, they will strike out across the realms, enslaving or crushing all they encounter.

To accomplish their ultimate goal, the Cagewrights need to fashion seven artifacts called soulcages throughout the town, each one designed to trap the life essences of The Shackleborn—evil persons or creatures born with the Carcerian Sign. The Carcerian Sign is a naturally invisible birthmark loosely resembling an eyeball pierced by an upward-pointing arrow (as shown in The Carcerian Sign diagram).



A local orphan named Terrem bears the Carcerian Sign on his face and is one of The Shackleborn. Agents of the Cagewrights who operate secretly within the town placed Terrem in the Lantern Street Orphanage shortly after his birth—once they'd dispatched the boy's parents. Unfortunately for them, Terrem was stolen from the orphanage (along with three other children) by some skulks and dark creepers working for a half-dwarf/half-troll slaver named Kazmojen. The sinister society has turned to the beholder Vhalantru to find the boy and return him to safety. Meanwhile, the Cagewrights have begun constructing their soulcages in various buildings throughout Cauldron. They are also keeping the remaining Shackleborn under close observation, particularly in light of Terrem's mistaken abduction.



manner similar to that of The Last Laugh in a poor attempt to conceal their identities (their faces are painted half white and half black). Two of the three brutes are accosting a 19-year-old cleric of St. Cuthbert named Ruphus Laro. The third guard is watching the street in case a guard patrol shows up. Have the wary thug make a Spot check (opposed by the heroes' Hide checks) to notice the PCs; if the Spot check fails, the PCs each get a free partial action during the surprise round.

Jenya Urikas, the acting high priest of the Church of St. Cuthbert, sent Ruphus to console distraught children and staff members at the orphanage. He was heading back to the temple when the thugs ambushed him and dragged him into the alley.

The Last Laugh thieves' guild doesn't want the Church of St. Cuthbert snooping around the orphanage for clues about the recent abductions. The guild provides intelligence and security for the Cagewrights, and they don't want the clerics of St. Cuthbert uncovering the truth about Terrem, one of the missing children. For more on the Last Laugh, see the Campaign Seed in the "Life's Bazaar" Web enhancement.

Creatures: The thugs want to scare Ruphus, not kill him. However, they draw swords when the PCs show up. One of them tells the heroes to "Bugger off!" If that doesn't work, they begin slowly backing away while readying actions to swing at PCs who rush toward them. As they back away, the battered cleric makes his way toward the characters.

The thugs work for a rogue named Jil. Using a *spider climb* spell, she clings to the wall of one building, just below the second-story eaves (where the wall is dry). She cloaks herself in shadows, hoping to remain unseen. PCs who take a standard action to study the alley can make a Spot check (opposed by Jil's Hide check result) to notice her clinging to a section of wall 15 feet overhead.

Jil stands 5 feet, 3 inches tall and has short black hair and dark brown eyes. She wears a hooded black cloak, black boots, and black leather gloves. Like all members of her guild, she paints her face white and black, transforming it into a grinning harlequin's visage. Intrigued by the brazen PCs, she does not attack them. She might fare quite well, but she never jumps blindly into combat against the unknown. If she is spotted or attacked, Jil calls out, "Well done! But the cleric lives because we wish it so, not because of your misplaced bravado." She then points a baleful finger at Ruphus and says, "Take these words back to your temple, priest! The children are lost and no longer St. Cuthbert's concern." She then takes a full-round action to crawl to the rooftop and flee the scene, activating her *wand of silence* to quiet her footfalls.

Jil has no concern for the welfare of the guards. She hired them specifically to accost the cleric, and they know nothing of the guild's plans and associations.

Jil, Female Human Rog5/Asn1: CR 6; Medium-size Humanoid (human); HD 5d6+5 plus 1d6+1; hp 27; Init +6; Spd 30 ft. (15 ft. while *spider climbing*); AC 15, touch 12, flat-footed 15; BAB +3; Grap +3; Atk +6 melee (1d6/19–20 plus poison, masterwork short sword) or +6 melee (1d3+1 subdual and trip attack, +1 whip) or +6 ranged (1d6/×3, masterwork shortbow); SA sneak attack +4d6, death attack; SQ trapfinding, evasion, trap sense, uncanny dodge (Dex bonus to AC, can't be flanked), poison use; AL NE; SV Fort +2, Ref +8, Will +0; Str 11, Dex 14, Con 12, Int 16, Wis 9, Cha 12.

Skills: Balance +4, Bluff +10, Diplomacy +5, Disable Device +11, Disguise +10, Escape Artist +11, Forgery +11, Hide +11, Intimidate +3, Jump +2, Move Silently +11, Open Lock +10, Sense Motive +7, Spellcraft +4, Spot +7, Tumble +11, Use Magic Device +11. *Feats:* Improved Initiative, Exotic Weapon Proficiency (whip), Weapon Finesse (short sword), Weapon Finesse (whip).

Spells Prepared (1; base save DC = 13 + spell level): 1st—*spider climb* (already cast).

Spellbook: 1st—*change self, detect poison, ghost sound, obscuring mist, spider climb.*

Languages: Common, Draconic, Elven, Gnome.

Possessions: +1 whip, wand of silence (15 charges), *potion of cure moderate wounds,* arcane scroll of *undetectable alignment,* masterwork studded leather armor, masterwork short sword, sword sheath with poison reservoir (coats blade with blue whinnis poison when the weapon is drawn; holds 3 applications), masterwork shortbow with 20 arrows, spellbook, black cloak and clothing, leather gloves, pouch containing 30 gp (minted with the jester emblem of The Last Laugh guild).

Nilas Varkazi, Hylum Ferant, and Kerlen Ree, Male Human War2: CR 1; Medium-size Humanoid (human); HD 2d8+2 plus 3 (Toughness feat); hp 17, 14, 13; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB +1; Grap +2; Atk +2 melee (1d6/19–20, short sword) or +2 melee (1d3+1 subdual, unarmed) or +1 ranged; AL N; SV Fort +3, Ref +0, Will –1; Str 13, Dex 10, Con 12, Int 9, Wis 9, Cha 9.

Skills: Climb +3, Intimidate +2, Ride +3, Swim +3. *Feats:* Quick Draw, Toughness.

Language: Common.

Possessions: Short sword, rain cloak, dark clothing, pouch containing 1d6 sp and 2d6 cp.

Ruphus Laro, Male Human Clr2 (St. Cuthbert): CR 2; Medium-size Humanoid (human); HD 2d8; hp 12 (has taken 10 points of subdual damage); Init –1; Spd 20 ft.; AC 14, touch 9, flat-footed 14; BAB +1; Grap +1; Atk +1 melee (1d8, heavy mace) or +0 ranged; SA turn undead 3/day; AL LN; SV Fort +3, Ref –1, Will +4; Str 11, Dex 9, Con 10, Int 11, Wis 13, Cha 11.

Skills: Concentration +4, Diplomacy +3, Heal +8, Knowledge (religion) +4. *Feats:* Combat Casting, Skill Focus (Heal).

Spells Prepared (4/4; base save DC = 11 + spell level): 0—*detect magic, guidance, light, resistance;* 1st—*bless, endure elements*, magic weapon, sanctuary.*

*Domain spell. *Domains:* Law (cast law spells at +1 caster level), Strength (feat of strength 1/day).

Language: Common.

Possessions: Chain shirt, heavy mace, cloak, clerical vestments, amulet (holy symbol of St. Cuthbert).

Tactics: Jil likes to sneak attack her prey using her poisoned short sword. Her death attack makes her especially dangerous if she can study her target for 3 rounds before striking. Jil uses her *+1 whip* to trip or disarm opponents from a safe distance.

The three hired guards stick around long enough to get paid (Jil owes them 10 gp apiece for "roughing up" the cleric). They draw their short swords as a free action (using the Quick Draw feat) and prefer to gang up on a single target, but otherwise their tactics are straightforward.

When battle erupts, Ruphus casts *bless* (on himself and the PCs) and *magic weapon* (on his mace) before joining the fray. He also heals wounded characters after the fight.

Development: If the heroes rescue Ruphus, he asks them to escort him to his temple. He tells the PCs that he was heading back to the temple when he was mugged. He thought the thugs planned to rob him until it became clear they were trying to intimidate him. Ruphus knows only that someone does not want the Church of St. Cuthbert involved in an investigation to find four missing children from the local orphanage, but he can't fathom why.

If she survives the encounter, Jil might become a recurring villain in the campaign. She is quite capable of vanquishing a band of 1st-level adventurers by herself, but that is not her intent in this encounter. However, if the heroes perform well against the three town guards, Jil might pay closer attention to them in the future.

If a PC casts *charm person* on Jil and succeeds, she treats that character with uncharacteristic kindness but does not divulge guild secrets or stick around long enough to be captured. If she escapes, she might take a special interest in her new "friend" (even after the *charm person* spell wears off), partly because she's intrigued and partly because she likes to live dangerously. How this relationship develops is left for you to decide.

Captured or *charmed* thugs can be goaded or coerced (Intimidate, DC 17) into revealing the following: A member of The Last Laugh named Jil hired them to "send a clear message" to the Church of St. Cuthbert not to investigate the disappearance of the four children from the Lantern Street Orphanage. The guards needed the money, and the arrangement didn't involve killing the cleric, so they agreed. PCs can surrender these goons to the town guard, who take them into custody and charge them with assault. The guards are held for three days and released after an anonymous source pays each of their 50-gp fines.

If the heroes get into trouble fighting the three off-duty guards, a patrol arrives to break up the fight. Ruphus's three attackers attempt to flee before their fellow guardsmen identify them. PCs who allow one or more of them to escape might encounter these guards again, possibly while they are on duty.

PLAYER HANDOUT #1: DIVINATION RIDDLE

The locks are key to finding them.
Look beyond the curtain, below the cauldron,
But beware the doors with teeth.
Descend into the malachite 'hold,
Where precious life is bought with gold.
Half a dwarf binds them, but not for long.

THE CHURCH OF ST. CUTHBERT

This encounter assumes the PCs escort Ruphus Laro back to the Church of St. Cuthbert on Obsidian Avenue. He seems grateful for their company, and the short trip can be spent sharing local rumors (see "Rumors in Cauldron").

Read or paraphrase the following when the PCs reach the temple:

The two-story Church of St. Cuthbert, its white marble walls suffused with veins of vivid blue, stands in stark contrast to the buildings of bare black stone that flank it on the north end of Obsidian Avenue. A pair of white marble statues depicting armored warriors stand on either side of the

temple's heavy oaken door. Each of the statues raises a great mace to the darkening sky. Above the door's marble architrave are boldly inscribed the following words in Common: WITHIN LAW LIVES HOPE.

Ruphus invites the characters inside, if only to escape the rainy drizzle. He also encourages them to meet with his superior, Jenya Urikas, to whom he must report his recent harrowing encounter. Upon entering the temple, Ruphus is greeted by another acolyte and taken to Jenya's chambers. Meanwhile, the heroes are given warm blankets and invited to dry off and enjoy some hot tea.

The church's high priest, Sarcem Delasharn, is attending ceremonies at the High Temple of St. Cuthbert in the distant capital city. Jenya runs things in her master's absence. Jenya is a 5th-level cleric. Her subordinates include two 3rd-level clerics, two 2nd-level clerics (including Ruphus), and four 1st-level clerics. All of the clerics are lawful neutral and wear amulets displayed the symbol of their deity. A righteous 4th-level paladin of St. Cuthbert named Alek Tercival guards the temple and occasionally patrols the city astride his black warhorse, Avenger.

After leaving the PCs to speak with Jenya, Ruphus does not return that evening. Instead, Jenya approaches the PCs. Read or paraphrase the following at this time:

As you wait for Ruphus to return, two figures approach from somewhere deeper in the structure. A young woman with premature streaks of gray in her rich brown hair steps forward with her hand outstretched in friendship. She wears a brown robe with golden trim and the symbol of St. Cuthbert around her neck.

"Good evening," says the woman. "I have spoken to Ruphus and learned of his harrowing ordeal, as well as your remarkable heroism. I'm Jenya, the acting high priest. I am in your debt."

Jenya leads the PCs to a room where they can sit down and enjoy a warm fire. If the PCs seem eager to leave, she invites them to stay long enough to entertain a proposal. She has not given up on helping the Lantern Street Orphanage, despite the recent attack on Ruphus Laro. If the PCs are willing to hear her proposal, she relates the following information:

- Four children were kidnapped from the local orphanage three nights ago. Their names were Deakon, Evelyn, Lucinda, and Terrem. The children are the most recent victims in a series of strange disappearance and robberies.
- The orphanage has two common bedchambers on the second floor—one for girls, the other for boys. Two children were taken from each room. None of the other children and none of the resident staff heard or saw anything.
- The orphanage has barred windows and excellent locks protecting its doors. The children are locked into their rooms at night to prevent any midnight mischief.
- In the wake of the kidnappings, the Church of St. Cuthbert has publicly vowed to locate the missing children and bring the kidnappers to justice.
- To locate the children, Jenya borrowed an item from the church's vault. The *+1 holy heavy mace*, called the Star of Justice, has the power to cast *divination* once per week. Only the church's high priest is supposed to wield this power; in his absence, Jenya felt justified calling on the mace's great power.
- Jenya used the mace to ask the question, "Where are the children who were abducted from the Lantern Street Orphanage?" The response she received was cryptic—show **Player Handout #1: Divination Riddle** to the players at this time.

St. Cuthbert's cryptic riddle holds many clues. The first line refers to the locks on the doors of the Lantern Street Orphanage; Keygan Ghelve, the locksmith who wrought them, owns a shop in town. The second line refers to the curtain in Keygan's shop, behind which is hidden a secret door that leads to an abandoned gnome enclave under Cauldron. The third line refers to the gear-

CAMPAIGN SEED: THE CHURCH OF ST. CUTHBERT

If the PCs rescue the cleric Ruphus Laro and see him safely to his temple, they gain a potent ally in the Church of St. Cuthbert. Jenya Urikas, who leads the church's congregation during the absence of the high priest, feels indebted to them for their selfless deed.

The heroes may return to the Church of St. Cuthbert for healing as they wish; the clerics in attendance use their magic to mend injured PCs as best they can. Alek Tercival, the temple's paladin protector, might also offer his services if the heroes need further healing, advice concerning matters of law, or the strength of a paladin's sword.

In addition to providing healing, the temple can sell equipment, potions, and scrolls to the PCs. The PCs get a 20% discount as long as they remain in the temple's good graces. Discounted costs are listed parenthetically.

*Potion of cure light wounds**	50 gp (40 gp)
*Potion of cure moderate wounds**	300 gp (240 gp)
*Potion of cure serious wounds**	750 gp (600 gp)
Scroll of *cure light wounds**	25 gp (20 gp)
Scroll of *cure moderate wounds**	150 gp (120 gp)
Scroll of *cure serious wounds**	375 gp (300 gp)

*Or any other divine spell of similar level.

The church keeps a ready supply of healing potions and scrolls. If the PCs request a potion or scroll that confers a different effect (such as a potion of delay poison or a scroll of lesser restoration), the church has a 100% chance –10% per spell level of having the requested item in inventory. If the PCs request more than one of the same available item (such as four potions of bull's strength), roll 1d4 to determine how many the church keeps in stock.

In general, the Church of St. Cuthbert replenishes its supply of potions and scrolls every other week.

shaped doors in the gnome enclave, many of which are trapped and none of which need be opened to reach the children. The fourth and fifth lines refer to a stronghold carved from black malachite, where the children are being held until they can be sold as slaves. The last line refers to the half-dwarf slaver Kazmojen and his plans to sell the children to an eager buyer.

Jenya believes (correctly) that the first line of the riddle holds an important clue. She is uncertain which "locks" the riddle refers to, but she suspects the riddle might be referring to the locks at the Lantern Street Orphanage. Jenya isn't a lock expert, nor does she know that most of the town's locks come from a single source.

Creatures: Jenya is 30 years old, has brown eyes, and likes to wear her hair in various elaborate styles. Although she stands only 5 feet 4 inches tall, she walks tall and confronts evil with merciless resolve. Her good nature belies her fierce convictions, and she freely supports capital punishment for despicable crimes, including the kidnapping of orphaned children.

Jenya Urikas, Female Human Clr5 (St. Cuthbert): CR 5; Medium-size Humanoid (human); HD 5d8+5; hp 31; Init –1; Spd 30 ft. (20 ft. in armor); AC 9, touch 9, flat-footed 9, or AC 17, touch 9, flat-footed 17 with armor with *magic vestment* spell; BAB +3; Grap +3; Atk +4 melee (1d8, masterwork heavy mace) or +2 ranged; SA turn undead 5/day; AL LN; SV Fort +5, Ref +0, Will +7; Str 10, Dex 8, Con 12, Int 13, Wis 16, Cha 14.

Skills: Concentration +6, Diplomacy +9, Heal +12, Knowledge (history) +4, Knowledge (religion) +6, Listen +3, Spellcraft +6, Spot +3. *Feats:* Brew Potion, Scribe Scroll, Skill Focus (Heal).

Spells Prepared (5/5/4/3; base save DC = 13 + spell level): 0—*detect magic, guidance, light, mending, purify food and drink;* 1st—*bless water, command, divine favor, magic weapon, sanctuary*;* 2nd—*bull's strength*, hold person, lesser restoration, shield other;* 3rd—*create food and water, magic vestment*, searing light.*

*Domain spell. *Domains:* Protection (protective ward 1/day), Strength (feat of strength 1/day).

Languages: Common, Dwarven.

Possessions: Masterwork chain mail† (+1 with *magic vestment* spell), large steel shield†, masterwork heavy mace†, 2 scrolls of *cure serious wounds*, brown robe, 2 vials of *holy water,* keys to temple, holy symbol of St. Cuthbert.

†Jenya does not wear her armor or carry her mace during her initial meeting with the PCs.

Development: Jenya wants to hire the PCs to find the missing townsfolk (the children, in particular) and punish the kidnappers from their crimes. She offers each PC a *potion of cure moderate wounds* as a token of good faith and promises an additional reward of 2,500 gp (total, not per PC) upon successful completion of the quest. The potion bottles are labeled with the symbol of St. Cuthbert.

PCs can inquire about locks around town. A successful Gather Information check (DC 11) reveals that a gnome locksmith named Keygan Ghelve fashions most of the town's locks. Most people can point heroes toward Keygan's shop on Lava Street without too much trouble.

If the PCs don't think to ask around, Jenya suggests that they investigate the Lantern Street Orphanage and ask about the locks there. In the meantime, Jenya can compile a list of recent kidnap victims (see "Recent Abductees") and have it ready for the PCs by morning.

THE LANTERN STREET ORPHANAGE (EL 1)

If the PCs accept Jenya's quest, they might want to investigate the local orphanage for clues. Anyone at the Church of St. Cuthbert can point the heroes in the right direction. Read the following when they reach the orphanage:

> The orphanage rests on the corner of Lantern Street and Lava Avenue, its charcoal-colored stones held together with mold-encrusted mortar. The windows on both stories are tightly shuttered, but a few slivers of light manage to escape from within. Lanterns hang on either side of the oaken front door, mounted to which is a green copper knocker shaped like a smiling gargoyle's visage, its nostrils pierced by a copper ring.

If the PCs knock, an elderly halfling woman opens the door a crack and peers out. Not recognizing the heroes, her eyes flicker with suspicion. "Who sent you?" she asks curtly.

The woman is Gretchyn Tashykk (72-year-old female halfling Com1), the orphanage's headmistress. If the heroes claim they are working for the Church of St. Cuthbert, Gretchyn demands proof. The heroes must either succeed at a Diplomacy check (DC 15) or show her the potion bottles bearing the St. Cuthbert label given to them by Jenya Urikas.

Once she's convinced that the heroes do not pose a threat to her or her children, Gretchyn lets them inside and apologizes for her gruff demeanor.

The ground floor of the orphanage is dimly lit and contains a main hall (with a staircase leading to the second floor), a kitchen with stairs leading down to a cellar pantry, a dining hall, a playroom for the children, a schoolroom, a small bathroom, and staff quarters. The second floor is divided into three rooms: a spacious bathroom with two large tubs and two large bedrooms filled with cots. One of the bedrooms currently holds 19 girls; the other room holds 31 boys.

Gretchyn tells the PCs that the orphanage has five staff members besides herself:

- Jaromir Copperbeard, the gardener (99-year-old male dwarf Com1);
- Neva Fanister, the nurse (31-year-old female human Exp2; Heal +6).
- Temar Flagonstern, the cook (48-year-old male human Com1);
- Willow Atherfell, the schoolteacher (54-year-old female half-elf Com1);
- Patch, the janitor (23-year-old male half-orc Com1/Rog1; see **Creature** below).

The staff members all worked at the orphanage for several years, and Gretchyn trusts them implicitly, but the headmistress holds a special affection for Patch, the half-orc janitor. He was brought to the orphanage twenty years ago, and the abuse he suffered as a child left him without his left eye. He wears an eye patch to hide the empty socket, and the children seem especially fond of him.

On the night they disappeared, no one saw or heard anything, although one of the young boys remembered having a nightmare about an evil gnome with crooked teeth and a tattered cloak trying to snatch his breath; PCs can question the lad, but his nightmare is unrelated. If you want Gretchyn to provide more information about the four missing children, you can refer to the "Life's Bazaar" Web enhancement and the **Player Handout: Kidnap Victims**).

Gretchyn also points out that the PCs aren't the only ones investigating the children's disappearance. The morning after the disappearances, members of the town guard took statements from each staff member and questioned many of the children. One day later, a pair of half-elf investigators working for the Lord Mayor returned and questioned her again, but didn't speak to the children or other staff members. Gretchyn took their names, naturally: Fario Ellegoth and Fellian Shard. Although they exchanged some peculiar glances and asked many of the same questions as the guards, they seemed genuinely concerned for the children.

The orphanage has good locks (Open Lock, DC 30) built into the front and back doors, and only Gretchyn has the key to open them. Gretchyn insists that she always locks the doors before she retires for the night. A PC rogue who inspects the locks and succeeds at a Search check (DC 15) can determine that the locks were fashioned by the same locksmith and are in perfect working condition. If asked, Gretchyn tells the heroes that Keygan Ghelve, a local locksmith, fashioned the locks for her many years ago, "and charged a pretty coin, let me tell you!"

Creature: Unknown to anyone at the orphanage, Patch works for The Last Laugh. A low-ranking guild member named Revus Twindaggers contacted the half-orc last year and gave him 50 gp to "keep his eye" on Terrem Kharatys, one of the children, until the service was no longer required. Since then, Patch has honed his skills as a rogue and learned a few tricks from his new friend, indulging in petty acts of larceny.

If the PCs succeed at a Diplomacy or Intimidate check (DC 11) or otherwise persuade Patch to divulge what he knows "for his sake and that of the children," he reveals his association to The Last Laugh and begs the PCs not to share this information with Headmistress Tashykk.

Patch doesn't know who took the four children, although he suspects The Last Laugh might be involved because Terrem was among those taken. He did not step forward with this information because of his involvement with the guild.

Patch, Male Half-orc Com1/Rog1: CR 1; Medium-size Humanoid (half-orc); HD 1d4 plus 1d6; hp 7; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; BAB +0; Grap +3; Atk +3 melee (1d4+3/19–20, dagger) or +2 ranged; SA sneak attack +1d6; SQ darkvision 60 ft., trapfinding; AL N; Fort +0, Ref +4, Will –1; Str 16, Dex 15, Con 10, Int 10, Wis 8, Cha 11.

Skills: Climb +5, Hide +4, Jump +5, Listen +0, Move Silently +4, Open Lock +4, Profession (janitor) +1, Spot +0, Tumble +4.
Feats: Dodge.

Languages: Common, Orc.

Possessions: Dagger, small leather sack* (containing 45 gp, 72 sp, 90 cp, and a set of masterwork thieves' tools given to him by Revus Twindaggers).

*This item is hidden in Patch's room and requires a successful Search check (DC 15) to find.

Development: Patch has enjoyed more than a few drinks with Revus Twindaggers but has not seen the halfling in a month; he doesn't know where Revus lives, where he might be, or why The Last Laugh wanted him to watch over Terrem specifically. However, the half-orc dimly recalls a conversation he had with Revus several months ago, shortly after their first meeting. When Patch asked why The Last Laugh was interested in Terrem, the tipsy halfling shrugged his shoulders and replied, "All I know is that is has something to do with his dead parents."

If the PCs visit the Office of the Lord Mayor, they are denied an audience with the Lord Mayor himself but can obtain a list of recent kidnap victims (see "Recent Abductees") with a successful Gather Information check (DC 15, –1 for each 2-gp bribe). If the heroes ask to meet with the half-elf investigators assigned to the case of the missing orphans, they are told that the Lord Mayor does not employ any half-elf investigators. The names Fario Ellegoth and Fellian Shard are met with raised eyebrows and blank stares.

With no way to track The Last Laugh or the mysterious half-elf investigators, the only remaining avenue of exploration should lead the PCs to the local locksmith, Keygan Ghelve.

Ad-hoc XP Award: If the heroes pry information from Patch, award them experience as if they'd defeated the half-orc in combat.

THE STRIDERS OF FHARLANGHN (EL 3)

At some point during the heroes' investigation, they catch the attention of a pair of half-elves named Fario Ellegoth and Fellian Shard.

The half-elves work for Meerthan Eliothlorn, a high-ranking member of a neutrally aligned organization called the Striders of Fharlanghn. Although many of the Striders worship Fharlanghn (the god of roads and horizons), Meerthan does not. Still, he shares the organization's hatred of the Cagewrights, seeing them as a threat to the balance of power in the realm. A half-elf wizard himself, Meerthan is in town posing as a dwarven merchant named Tyro Amberhelm; he currently stays at The Drowning Morkoth Inn. Meerthan has sent Fario and Fellian to uncover evidence of the Cagewrights' involvement in the recent string of abductions. See the "Life's Bazaar" Web enhancement for more information on Meerthan Eliothlorn and the Striders of Fharlanghn.

Fario and Fellian have learned that the Church of St. Cuthbert plans to investigate the abductions, in particular the disappearance of four children from the local orphanage. Since the high priest of St. Cuthbert is out of town, Meerthan suspects the church will turn to private investigators for help. He has cast *Rary's telepathic bond* on himself, Fario, and Fellian, and made it *permanent* using a *permanency* spell. The three remain in constant telepathic contact, speaking in Draconic or Elven whenever possible. Fario and Fellian watch the temple and orphanage (respectively) from distant rooftops, using spyglasses to get a better view. Once they've identified the PCs, the half-elves attempt to follow them without being detected. Meerthan has provided them with *potions of invisibility*, but each dose lasts only 10 minutes, so the half-elves use the potions sparingly.

Creatures: Fario Ellegoth and Fellian Shard are relatively young and inexperienced Striders of Fharlanghn. They hope to learn more from Meerthan, as well as gain some prestige within the organization. Despite their friendship, the half-elves' ambitions and competitiveness sometimes get the better of them, and they constantly strive to one-up each other.

Fario is 20 years old with a pale complexion, crisp blue eyes, silky blonde hair pulled back in three braids, and a pinky finger missing from his left hand. Fellian is 19 years old with a tanned complexion, bright green eyes, a small scar across his right eyebrow, curly black hair, and a cackling laugh.

Fario Ellegoth, Male Half-elf Rog1/Ftr1: CR 2; Medium-size Humanoid (half-elf); HD 1d6+1 plus 1d10+1; hp 14; Init +2; Spd 30 ft.; AC 14 (touch 12, flat-footed 12); BAB +1; Grap +3; Atk +4 melee (1d8+2/19–20, longsword) or +0 melee (1d8+2/19–20, longsword), –1 melee (1d6+2/19–20, short sword) or +3 ranged (1d6+2/×3, mighty composite shortbow); SA sneak attack +1d6; SQ half-elf traits, trapfinding, *Rary's telepathic bond* (with Fellian and Meerthan); AL N; SV Fort +3, Ref +4, Will –1; Str 14, Dex 15, Con 13, Int 12, Wis 8, Cha 10.

Skills: Bluff +4, Climb +6, Diplomacy +2, Disguise +4, Escape Artist +6, Gather Information +2, Hide +6, Listen +1, Move Silently +6, Open Lock +6, Search +3, Sense Motive +3, Spot +1, Swim +5, Tumble +6. *Feats:* Two-Weapon Fighting, Weapon Focus (longsword).

Languages: Common, Draconic, Elven.

Possessions: Leather armor, longsword, short sword, mighty composite shortbow [+2 Str] with 20 arrows, 2 *potions of invisibility*, gray cloak, spyglass, leather pouch containing 8 gp and 25 sp.

Fellian Shard, Male Half-elf Rog1/Clr1 (Fharlanghn): CR 2; Medium-size Humanoid (half-elf); HD 1d6+1 plus 1d8+1; hp 12; Init +2; Spd 30 ft.; AC 14, touch 12, flat-footed 12; BAB +0; Grap –1; Atk –1 melee (1d8–1/19–20, longsword) or +2 ranged (1d6/×3, shortbow); SA sneak attack +1d6; SQ half-elf traits, trapfinding, *Rary's telepathic bond* (with Fario and Meerthan); AL N; SV Fort +3, Ref +6, Will +4; Str 8, Dex 14, Con 12, Int 13, Wis 15, Cha 10.

Skills: Bluff +4, Concentration +2, Diplomacy +2, Disable Device +5, Disguise +4, Escape Artist +4, Forgery +3, Gather Information +4, Heal +4, Hide +6, Listen +4, Move Silently +6, Search +5, Sense Motive +6, Spot +4, Tumble +6. *Feats:* Lightning Reflexes.

Spells Prepared (3/3; base save DC 12 + spell level): 0—*detect magic, light, read magic, resistance*; 1st—*divine favor, entropic shield*, shield of faith.*

*Domain spell. *Domains:* Luck (re-roll 1/day), Travel (freedom of movement for 1 round 1/day).

Languages: Common, Draconic, Elven.

Possessions: Leather armor, longsword, shortbow with 20 arrows, 2 *potions of invisibility*, 2 scrolls of *cure light wounds*, gray cloak, spyglass, holy symbol of Fharlanghn, leather pouch containing 13 gp and 15 sp.

Tactics: The half-elves stay out of sight as long as possible. Their plan is to follow the PCs wherever they go, hoping to discover a connection between the recent abductions and the Cagewrights. If the PCs actively try to spot pursuers, have them make Spot checks opposed by the half-elves' Hide checks. Apply a –1 penalty to the Spot check for every 10 feet of distance between the spotter and the nearest half-elf pursuer. Apply an additional –2 penalty if it is raining or foggy.

If the PCs attack them with ranged weapons, the half-elves duck into a nearby alley or scamper over a nearby wall. Fellian might cast *entropic shield* on himself, hoping to dodge some missile attacks. If the PCs pursue them relentlessly, Fario and Fellian quaff their *potions of invisibility*.

If the PCs face imminent demise fighting the forces of evil, the half-elves come to their aid. Fario waits until Fellian casts *divine favor* (+1 luck bonus to weapon attack rolls and damage for 1 minute) and *shield of faith* (+2 deflection bonus to AC) on himself, allowing them to enter the fray during the same round. Fario wields two weapons—a longsword and short sword. The two half-elves try to flank their quarry, tumbling to avoid attacks of opportunity and hoping to deal sneak attack damage. After the fight, if he is positively disposed toward the PCs, Fellian might offer to heal them using his *cure* spells or scrolls.

If they are at risk of being captured or killed—either by the PCs or by evil creatures—Fario or Fellian use the *permanent Rary's telepathic bond* to alert Meerthan (as a free action). Meerthan can roll initiative; on his turn, he whisks away the half-elves using his *bracelet of friends*.

Development: Once they are discovered, Fario and Fellian try to avoid a conflict with the PCs. Instead, they offer to accompany the heroes on the remainder of their mission. They say they're good friends with Elethor Ashstaff, a half-elf wizard abducted from his home more than three weeks ago. They feign interest in finding Elethor and mention nothing of Meerthan or the Cagewrights.

The half-elves don't stick around when the adventure is over; they have other tasks to complete on their master's behalf. Fario and Fellian could become mysterious recurring NPCs in the campaign, occasionally partaking in their own adventures and, like the PCs, gaining experience as they go.

If the PCs complete their quest and deal no real harm to

either half-elf, Meerthan might employ their expertise in the future, perhaps even offering them a place among the Striders of Fharlanghn once they've proven their mettle and demonstrated a willingness to fight the Cagewrights and their allies.

CHAPTER TWO: GHELVE'S LOCKS

Armed with St. Cuthbert's riddle and suspicions concerning the local locksmith, the PCs investigate Ghelve's Locks, a modest shop and dwelling on Lava Avenue.

Keygan Ghelve, the locksmith, gave the skulks and dark creepers skeleton keys fitting most of the town's locks. Using these keys, the kidnappers were able to enter their victims' homes without too much fuss. However, Keygan is an unwilling accomplice eager to make amends—if only the evil skulks would release his familiar from captivity.

The PCs' ultimate goal is to find the secret door under the staircase (see area **G3**). Beyond the secret door lies the abandoned gnome enclave of Jzadirune, the current lair of the skulks and dark creepers. Jzadirune also holds Keygan's captive familiar and the way to the kidnapped townsfolk.

Read or paraphrase the following when the PCs arrive at Ghelve's Locks:

> A small turret dominates the façade of this two-story black stone building. Iron bars are embedded in the thick window frames. Beyond the turret's ground-floor windows, you can see a lovely display of locks, from large to small, simple to complex. To the left of the turret, above a heavy oak door, swings a simple sign that reads GHELVE'S LOCKS.

Ghelve's Locks opens at sunrise and closes at sunset. The shop also closes for an hour around lunchtime, when Keygan runs most of his errands.

Keygan charges fair prices for his locks (see **Chapter 7**: Equipment in the *Player's Handbook* for prices). Although he has plenty of locks in inventory, he can make an average lock in 3 days and a good lock in 5 days; he lacks the skill to make amazingly good locks but has a few for sale. (He occasionally makes trips to the capital city to buy such high-quality merchandise.)

The front door has three good locking mechanisms, each requiring a separate key or Open Locks check (DC 30) to open. The door is unlocked during work hours. If the PCs knock on the door at night when the shop is closed, Keygan goes to the kitchen on the second floor (area **G4**), opens one of the shuttered windows facing the street, and says, "Shop's closed, friend. Come back after sunrise." If the PCs ask to speak with him about recent events in the city, he replies, "It's late, and I'm not ready to talk business—yours or mine. Come back tomorrow!" Only a compelling argument—and a successful Diplomacy or Intimidate check (DC 14)—will persuade him to let the PCs inside. If a PC threatens him and fails the Intimidate check, Keygan rushes downstairs to cast *hold portal* on the front door, adding +5 to its break DC.

PCs can force their way inside, but the front door is sturdy and the windows have bars hidden behind locked wooden shutters (Open Lock, DC 30). An iron grill embedded in the chimney mortar keeps Small intruders from crawling down the chimney.

PCs might attempt to sneak inside while Keygan is running errands during lunch hour. Before setting out, the gnome casts an *alarm* spell on the front door (the spell lasts 2 hours). The spell activates whenever someone other than Keygan crosses the door's threshold, and the noise is loud enough to alert Keygan's closest neighbors (who are kind enough to summon the town guard).

Front Door (strong, iron-bound wood): 2 in. thick; Hardness 5; hp 30; break DC 25; three good locks (Open Lock, DC 30).

Interior Door (good wood): 1 1/2 in. thick; Hardness 5; hp 15; break DC 18; good lock (Open Lock, DC 30).

Window Shutters (simple wood): 1 in. thick; Hardness 5; hp 10; break DC 15; good lock (Open Lock, DC 30).

Window and Chimney Bars (iron): 1 in. thick; Hardness 10; hp 30; break DC 24.

Typical Lock: Hardness 15; hp 30; Open Lock (very simple: DC 20, average: DC 25, good: DC 30).

MEETING KEYGAN (EL 3)

Unless the PCs break into his shop while Keygan's running errands in town, they likely encounter the locksmith here.

Creature: Keygan Ghelve is 110 years old, with salt-and-pepper hair and a neatly trimmed mustache and goatee. His bushy eyebrows, creased face, and graven frown make him look frumpy and dour, but he possesses a sly wit and a disarming manner.

Keygan doesn't like clients looking down on him while they're haggling over price. During business hours, he wears a pair of wood-and-iron stilts that clamp to his calves and wears extra-long pants to hide them. The stilts make him appear nearly 6 feet tall. He is accustomed to walking on the stilts and suffers no penalty to his speed. He does not wear the stilts at night or while running errands, and he leans them in a corner by the stairs when they're not in use.

Although he never lived in Jzadirune, Keygan visited the gnome enclave several times in his youth and spent the rest of his free time learning the locksmith trade and helping his father run Ghelve's Locks. He stopped visiting the enclave when a magic plague called the Vanishing caused many of Jzadirune's denizens to fade into nothingness. His shop hides the only known entrance into Jzadirune, although only a handful of gnomes living in Cauldron know this. After 75 years, Jzadirune had faded from most people's memories.

Somewhat bored with his business, Keygan began studying magic about one year ago. A little over three months ago, a gang of skulks and dark creepers found their way into Jzadirune from below. They followed the staircase up to the locksmith's shop, crept inside, and surprised both Keygan and his rat famil-

iar, Starbrow. Taking the familiar hostage, they blackmailed Keygan into telling them everything he knew about Cauldron. When the skulks learned that the gnome had crafted many of the town's locks, they made him create a single key that could open all of them. Fearing they would kill him and his familiar, Keygan created special "skeleton keys" that would open any of his own locks. He then gave them a meticulous list of everyone in town to whom he'd sold locks in the past ten years.

Keygan is not proud of his complicity, but he will not act against the skulks so long as they're watching him and holding his familiar hostage.

Keygan Ghelve, Male Gnome Exp3/Ill1: CR 3; Small Humanoid (gnome); HD 3d6+3 plus 1d4+1; hp 17; Init +1; Spd 20 ft.; AC 12, touch 12, flat-footed 11; BAB +2; Grap –3; Atk +2 melee (1d3–1/19–20, dagger) or +4 ranged (1d6/19–20, light crossbow); SA spells; SQ gnome traits; AL LN; SV Fort +2, Ref +2, Will +5; Str 8, Dex 12, Con 12, Int 13, Wis 10, Cha 11.

Skills: Appraise +4, Craft (alchemy) +3, Craft (locksmithing) +10, Diplomacy +3, Disable Device +7, Knowledge (local) +4, Listen +5, Open Lock +10, Profession (locksmith) +6, Search +4, Spot +3. *Feats:* Scribe Scroll, Skill Focus (Craft [locksmithing]), Skill Focus (Open Lock).

Spells Prepared (4/3; base save DC = 11 + spell level): 0—*detect magic, ghost sound, open/close, mage hand*; 1st—*alarm, color spray, hold portal*.

Forbidden Schools: Conjuration, Necromancy.

Languages: Common, Dwarven, Gnome.

Possessions: Gnome-sized dagger, gnome-sized light crossbow with 10 bolts (stored in area **G3**), magnifying glass, 3-foot stilts with extra-long pants, vest sewn with pockets holding 12 keys (these open all locked doors, windows, and containers in Ghelve's Locks).

Tactics: If the heroes accuse Keygan of criminal wrongdoing or collusion, he denies their accusations. However, if they try to stir up pity for the kidnap victims, Keygan grows increasingly nervous and belligerent as he struggles to deal with his complicity.

Persuading Keygan to reveal the truth requires good roleplaying coupled with a successful Diplomacy or Intimidate check (DC 14). The PCs can also gain his trust with a *charm person* spell. Even then, the cagey gnome doesn't blurt out the truth where one or more skulks might hear him (see area **G3**). Instead, he tries to warn the heroes that he is not alone, using subtle gestures (arching eyebrows, a nod toward the back of his shop, and so forth) to tip them off. A successful Sense Motive (or Wisdom) check (DC 10) is required to correctly interpret Keygan's strange behavior.

If attacked, Keygan tries to incapacitate as many PCs as possible using his *color spray* spell. If all of the PCs are knocked unconscious by the spell, Keygan binds them with rope found in his workshop. It takes him 2 rounds to fetch the rope and return with it, and 2 rounds to bind a single character. The skulk assigned to watch Keygan (see **Development**, below, and area **G3**) helps Keygan tie up the characters, then heads down to Jzadirune to fetch reinforcements. PCs can free themselves with a successful Escape Artist check (DC 10 + the binder's Use Rope check result).

If his *color spray* fails horribly, or if he takes 9 or more points of damage, Keygan surrenders and promises to reveal everything he knows (see **Development**, below).

Development: One skulk guards the shop at all times. The skulk hides on the second-floor balcony overlooking area **G3**, within view of the secret door under the staircase. Hidden from plain sight, the skulk can overhear conversations in the shop and jump on anyone who detects the secret door under the staircase. The skulk does not come to Keygan's rescue if the gnome is attacked in his shop.

If he can be coaxed into helping the PCs find the missing townsfolk, Keygan reveals the following information about Jzadirune and its current denizens:

- His rat familiar is located in a dark place within one mile, and through his empathic link, he can sense both the rat's hunger and fright.
- The kidnappers include two types of creatures: "tall ones" and "short ones." The "tall ones" resemble naked, hairless, genderless humans with blue pupilless eyes and gray skin that changes color, allowing them to blend perfectly with their surroundings. They are usually encountered in pairs or threes and usually leave the shop wearing cloaks. The "short ones" are sinister gnomelike creatures with pallid skin, large noses, and soft black hooves for feet. They wear black cloaks and cowls that help them hide in shadows.
- The kidnappers share a common language that Keygan doesn't recognize (Undercommon).
- If the kidnappers have a leader, Keygan hasn't seen it. The "tall ones" and "short ones" seem to get along just fine without one.
- Keygan gave the kidnappers three different-sized skeleton keys that can open most of the town's locks (any lock with an Open Lock DC of 30 or lower). One of the "tall ones" carries the keys on a silver ring (see area **J15**).
- The "tall ones" wield rapiers and light crossbows. The "short ones" wield sharp daggers.
- The "tall ones" have imprisoned Keygan's rat familiar, Starbrow, somewhere in Jzadirune.
- Jzadirune was a small enclave inhabited by gnome spellcasters. The enclave was abandoned 75 years ago after a magical plague called the Vanishing swept through it. The disease caused several of Jzadirune's residents to slowly fade away into nothingness. Keygan doesn't know whether the plague still poses a threat.
- Jzadirune's doors are gear-shaped and designed to roll to one side or the other. Many of them bore traps that only the gnomes could safely bypass.

Keygan can provide a worn map of Jzadirune (see area **G5**), but he will not accompany the PCs into the gnome enclave unless charmed or forced at swordpoint. Although Keygan remembers his father telling him about secret passages in Jzadirune, Keygan doesn't know where any of them are, and they are not shown on his map. Keygan's memory of the various chambers and their contents is sketchy, at best.

Ad-hoc XP Award: Award full experience for Keygan if the PCs befriend him or persuade him to make amends. Award half experience for Keygan if the PCs kill him without provocation.

KEY TO GHELVE'S LOCKS (AREAS G1–G5)

The following encounters are keyed to the map of Ghelve's Locks.

G1. STORE FRONT

This store front smells of wood and pipe smoke. Two padded chairs flank a hearth containing a small yet lively fire. The fireplace's carved mantle bears a tinderbox, a small vase of dried smoking leaves, and a finely wrought collection of pipes.

A burgundy strip of carpet leads from the entrance to the wall across from it, where you can see dozens—perhaps hundreds—of keys hanging from tiny hooks. The keys come in all shapes and sizes.

A handsomely engraved mahogany counter stretches along one wall. Behind it hangs a red curtain that neatly hides the rest of the store.

Keygan likes his customers to feel comfortable. The padded chairs, hearth, smoking pipes, and other accoutrements are intended to put visitors at ease.

The keys hanging on the wall open various locks. When Keygan sells a lock, he points to the key that opens it and allows the customer to remove it from the wall—a bit of ceremony goes a long way.

Treasure: PCs searching the counter find a book containing a complete list of sales made in the past several years and a locked iron strongbox (Open Lock, DC 30). The strongbox holds three removable shelves; the top shelf holds 233 cp, the middle shelf holds 150 sp, and the bottom shelf holds 126 gp and 4 pp.

G2. WORKROOM

The door to this room is locked with a good quality lock (Open Lock, DC 30).

Unlike the front of the store, the contents of this room are not neatly arranged. A stout-legged wooden table and matching stool stand at odd angles in the room, and tiny mechanisms and tools litter the tabletop. The floor is cluttered with upright kegs holding tiny gears, screws, metal lock casings, tumblers, springs, and keys. A bucket of coal, a short-handled spade, and a small iron oven equipped with a miniature bellows occupy the far corner of the work room. A lantern rests on another stool near the door.

Keygan stores the raw materials for his locks and where he works his craft in this room. It takes him several nights of tireless work to finish a single lock, and he can make locks of varying quality and complexity.

The tools and lock components found here aren't valuable, except to a skilled locksmith.

G3. LOCK DISPLAY AND STORAGE (EL 2)

A red curtain separates this area from the front of the store. If the characters part the red curtain or peer through the store's display windows, read or paraphrase the following:

Black curtains partially obscure a window niche that faces the street. Ornate locks and complex locking mechanisms are neatly displayed in the niche.

The room itself looks tidy, but lived in. Carpets cover the stone floor, and a broom leans against the railing of a wooden staircase leading up to a second floor balcony. Three wooden chests rest in the middle of the floor, their lids bound shut with sturdy iron padlocks. Small tables, shelves, and benches hold various knick-knacks, and a framed portrait of a silver-haired gnome hangs next to a tall wooden box at the base of the stairs. The wooden box contains an intricate array of ticking gears, counterweights, and cylindrical chimes, surmounted by a circular face that bears the numerals 1 through 12 on its circumference.

The construct at the base of the stairs is a grandfather clock built by Keygan's father, who is expertly depicted in the framed portrait. The clock weighs 300 pounds.

A secret door is hidden in the wall of the staircase, right next to the red curtain. The secret door is well hidden and locked. With a loud squeal, it pushes open to reveal a 10-foot-square landing at the top of a stone staircase that descends into darkness.

Secret Door (wood): 2 in. thick; Hardness 5; hp 20; break DC 15; Search (DC 20); Open Lock (DC 20).

Creature: A skulk hides on the balcony overlooking this room. It sheds its dark cloak when it detects intruders, improving its chance to hide.

Skulk: CR 2; Medium-size Humanoid (skulk); HD 2d8; hp 12; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; BAB +1; Grap +1; Atk +3 melee (1d6/18–20, rapier) or +3 ranged (1d8/19–20, light crossbow); SQ innate nondetection, peerless camouflage, trackless path; AL CE; SV Fort +0, Ref +5, Will –1; Str 10, Dex 14, Con 10, Int 11, Wis 8, Cha 6.

Skills: Hide +22 (+7 when clothed), Move Silently +12 (+4 when clothed). *Feats:* Weapon Finesse (rapier).

Innate Nondetection (Su): Skulks are difficult to detect using Divination spells such as *clairaudience, clairvoyance, locate creature,* detection spells, and items such as *crystal balls.* If a Divination is attempted upon a skulk, the caster of the Divination must succeed at a caster level check (1d20 + caster level) against DC 20.

Peerless Camouflage (Ex): Skulks can move at full speed (and can even run) while hiding, suffering no penalties on Hide checks due to movement.

Trackless Path (Ex): The DCs of all Wilderness Lore checks to follow the trail of a skulk are increased by 10.

Languages: Undercommon.

Possessions: Rapier, light crossbow with 20 bolts, dark cloak.

Tactics: The skulk leaps down when PCs find the secret door or motion toward the staircase, landing on its feet in a square adjacent to its intended target. The skulk must succeed at a Tumble check (DC 15) to avoid taking 1d6 points of damage from the 10-foot drop. The skulk loses the advantage of higher ground but gets a free attack during the surprise round if the PCs fail a Listen check and Spot check (opposed by the skulk's Move Silently and Hide checks, respectively).

The skulk fights until captured or slain.

Treasure: The locks and mechanisms in the windows are nonfunctional display models and worth only a few copper pieces each. Keygan's valuable merchandise is kept in the three locked chests (Open Lock, DC 30). The first chest holds Keygan's light crossbow and 10 crossbow bolts (all sized for a Small character). The second chest twenty-five very simple locks (20 gp each) and sixteen average locks (40 gp each). The third chest holds eight good locks (80 gp each) and three amazing locks (150 gp each). The total value of the locks is 2,230 gp.

The grandfather clock, as an heirloom and oddity, might be worth as much as 2,500 gp to an interested buyer. The portrait of Keygan's father (illustrated by an unknown artist) is worth 5 gp.

Development: PCs who step through the secret door find themselves on a dark landing. A stone staircase (see area **J1**) descends into Jzadirune and the next chapter of the adventure.

G4. KITCHEN AND PANTRY

This kitchen contains all the basic amenities, including a table with an hourglass resting atop it. A fireplace dominates one wall, with pots hanging from hooks on either side. Two cabinets with frosted-glass doors hold dishware and utensils. A half-barrel washbasin stands in the far corner next to a locked pantry.

All of the furniture seems sized perfectly for a gnome or halfling.

Nothing in kitchen appears out of place. The lock on the pantry is very simple (Open Lock, DC 20). Apart from the expected supply of preserved foodstuffs, spices, and soap, the pantry contains little of interest.

Treasure: The hourglass is worth 25 gp intact.

G5. KEYGAN'S BEDROOM (EL 1)

Keygan locks the door to this room at night before he goes to sleep. The door comes with a good lock (Open Lock, DC 30).

This richly appointed bedroom holds furniture sized for a person of small stature. You spot a coat rack by the door, a cozy bed with a hand-sewn comforter, a clean bedpan, a chest of drawers at the foot of the bed, a wooden screen with birds painted on its panels, a wardrobe, and a small bookcase with some books and trinkets on it. A lantern sits atop a small end table by the bed.

The wardrobe holds Keygan's clothes, including several small vests and three pairs of boots.

The chest at the foot of the bed holds three drawers, all held shut by a single good lock (Open Lock, DC 30). The drawers hold the following:

Top Drawer: This drawer holds a varnished wooden comb, a sewing needle and spools of thread, blank pieces of parchment, a jar of sepia ink, and some quills.

Middle Drawer: This contains some handwritten notes on lock designs. Buried under them is a map of Jzadirune written on a tattered piece of coarse leather (see **Player Handout #2: Players' Map of Jzadirune**). The map does not reveal secret passages or show any of the new passages dug by the dark creepers.

Bottom Drawer: This drawer contains Keygan's spellbook (see **Treasure**, below). The drawer is also trapped (see **Trap**, below).

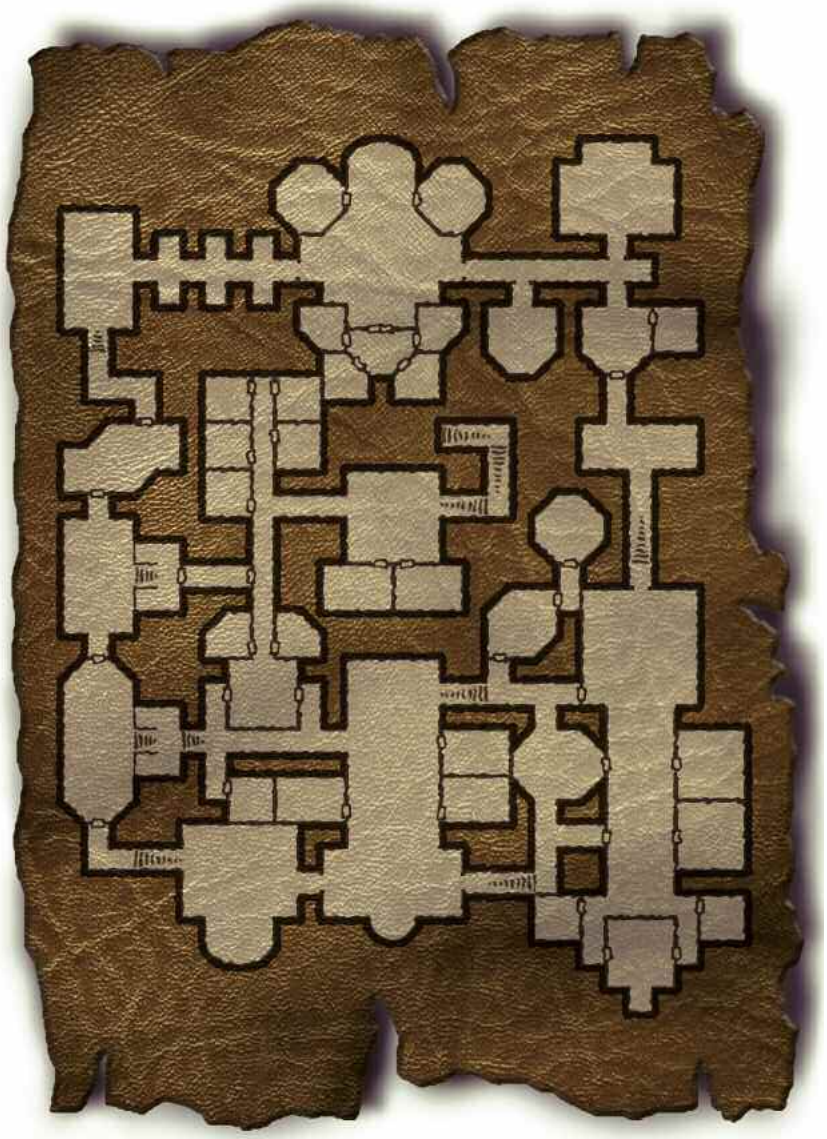
Trap: Two spring-loaded scything blades sweep out from narrow compartments between the drawers when the bottom drawer is opened without the proper key. This trap resets itself automatically.

Scything Blades: CR 1; +5 melee (2d6 points of slashing damage); Search (DC 19); Disable Device (DC 19); automatic reset.

Treasure: The bottom drawer of the chest holds Keygan's spellbook, which contains the following spells: 0—*dancing lights, detect magic, ghost sound, open/close, light, mage hand, mending, prestidigitation, read magic*; 1st—*alarm, change self, color spray, detect secret doors, hold portal, mage armor, reduce, summon monster I, unseen servant.*

The painted screen is finely wrought and worth 25 gp intact. The bookcase holds some mundane storybooks, including a thick volume titled *Building Better Locks* (worth 10 gp to a locksmith).

PLAYERS' HANDOUT #2: MAP OF JZADIRUNE



CHAPTER THREE: VANISHING IN JZADIRUNE

Gnome architects and artisans designed and built much of Cauldron. One of these architects, a gnome wizard named Jzadirune, also found time to carve out a secluded enclave beneath the city for himself and his kin. The enclave, which was named after its creator, became a sanctuary for gnome spellcasters and mastercrafters. Jzadirune became known as a place to build or acquire wondrous magic items.

The wizard Jzadirune died of natural causes a few years after realizing his dream. Meanwhile, the enclave continued to churn out new magic items. Its forges spit out magic rings by the handful, its weavers spun magic clothing to pack a hundred wardrobes, and young gnomes were taught the fine arts of scroll scribing, wandmaking, and potion brewing. The gnomes of Jzadirune were also known for their way with machinery, creating an assortment of mechanical automatons.

Seventy-five years ago, the gnomes of Jzadirune fell prey to a magical plague called the Vanishing. The origin of the plague remains a mystery, although some scholars speculate that the gnomes' unorthodox methods for creating magic items spawned the disease. Others hypothesize that an unscrupulous competitor or a dissatisfied customer created the disease to put the gnomes out of business. All that is known for sure is that the Vanishing was born inside the gnomes' magic items and infected anyone who handled them.

Several gnomes succumbed to the Vanishing, fading away into nothingness. Unable to eradicate the disease, the gnomes destroyed nearly all the contaminated magic items and abandoned Jzadirune. Many continued plying their trade on the surface, without further misfortune.

Although Jzadirune remained mostly abandoned in the intervening years, a few monsters have managed to find their way into the enclave from the Underdark. A gang of dark creepers moved into the complex over a year ago and found many of its doors protected by magical traps. To circumvent the traps, the dark creepers used a pair of pulverizer automatons to drill narrow passages between various rooms, allowing them to navigate the complex without needing to open trapped doors. A few months after the dark creepers settled in, a coterie of skulks arrived. The skulks were spies for the half-troll slaver Kazmojen, sent to find a way to the surface. After a few fatal skirmishes with the dark creepers, the skulks negotiated a peace, helped the dark creepers kill a few other monsters that had claimed parts of the enclave, and found a route to the surface.

Jzadirune remains home to the skulks, the dark creepers (and their dark stalker leader), and an assortment of other nasty critters. The enclave also plays host to several lingering magical effects, left in play by the previous gnome tenants.

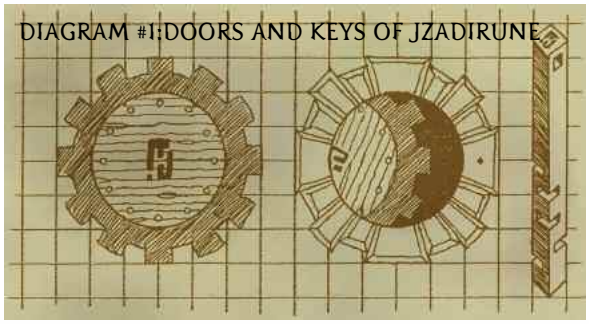
GEAR DOORS (EL 1 PER DOOR)

Most of the doors in Jzadirune are gear-shaped. Each door is designed to roll into a nearby wall cavity when properly opened. The 4-foot-diameter door is carved from 6-inch-thick wood and encircled with a ring of molded iron teeth. The entire door is encased within a double-frame of beveled stone.

Burned into the center of each door is a glyph representing one of nine letters (in the Gnome language): J, Z, A, D, I, R, U, N, and E. The various glyphs are depicted in **Player Handout #3: Jzadirune Glyphs**. PCs who speak Gnome recognize the glyphs instantly. A successful Decipher Script check (DC 15) also reveals what each symbol means, as does a *comprehend languages* spell.

The gear doors are normally locked. Opening or closing a gear door requires a slim, rectangular, rod-shaped key to open. The key fits neatly into a tiny, diamond-shaped slot carved into the doorframe, and each key bears a tiny symbol at one end. For the key to work, the symbol on the key must match the glyph on the door. See **Diagram #1: Gear Door and Key** for a diagram showing a "J" door and matching "J" key. If the wrong key is placed in a door, nothing happens. Inserting the proper key causes a locked door to open or causes an open door to roll shut and lock.

DIAGRAM #1: DOORS AND KEYS OF JZADIRUNE



A *knock* spell successfully opens a locked door. However, opening a gear door without the proper key activates a trap.

Gear Door (strong, iron-bound wood): 4 in. thick, 4 ft. diameter; Hardness 5; hp 60; break DC 26; good lock (Open Lock, DC 30).

Trap: Most of the gear doors in Jzadirune are trapped. The nature of the trap depends on the glyph inscribed on the door, as shown below. The trap continues to function until the door is opened or destroyed.

Any of the following traps can be *dispelled* by casting a successful *dispel magic* (DC 22). The nature of the trap depends on the glyph inscribed on the door; see **Player Handout #3: Jzadirune Glyphs** for illustrations of the nine different glyphs.

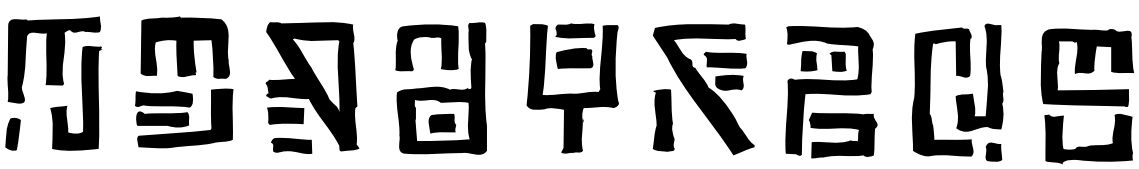
"J" Door: A door inscribed with the "J" glyph releases clouds of corrosive gas when improperly opened. The gas fills a 10-foot-by-10-foot-by-10-foot volume on each side of the portal. Anyone standing in range is engulfed and takes 2d6 points of damage; a successful Reflex save (DC 12) halves the damage.

Corrosive Gas Trap: CR 1; 2d6 points of damage; Reflex save (DC 12) for half; Search (DC 21); Disable Device (DC 20); automatic reset.

"Z" Door: A door inscribed with the "Z" glyph has no real trap, but a *Leomund's trap* spell makes one think that opening the door improperly will trigger a deadly magic effect. Any attempt to disarm the trap fails, and nothing happens when the trap is "sprung."

"A" Door: A fan of magical flames, similar to a *burning hands* spell, fills the two 5-foot-squares directly in front of the door when it is opened improperly. Anyone standing in the area is engulfed, taking 3d4 points of fire damage; a successful Reflex save (DC 12) halves the damage.

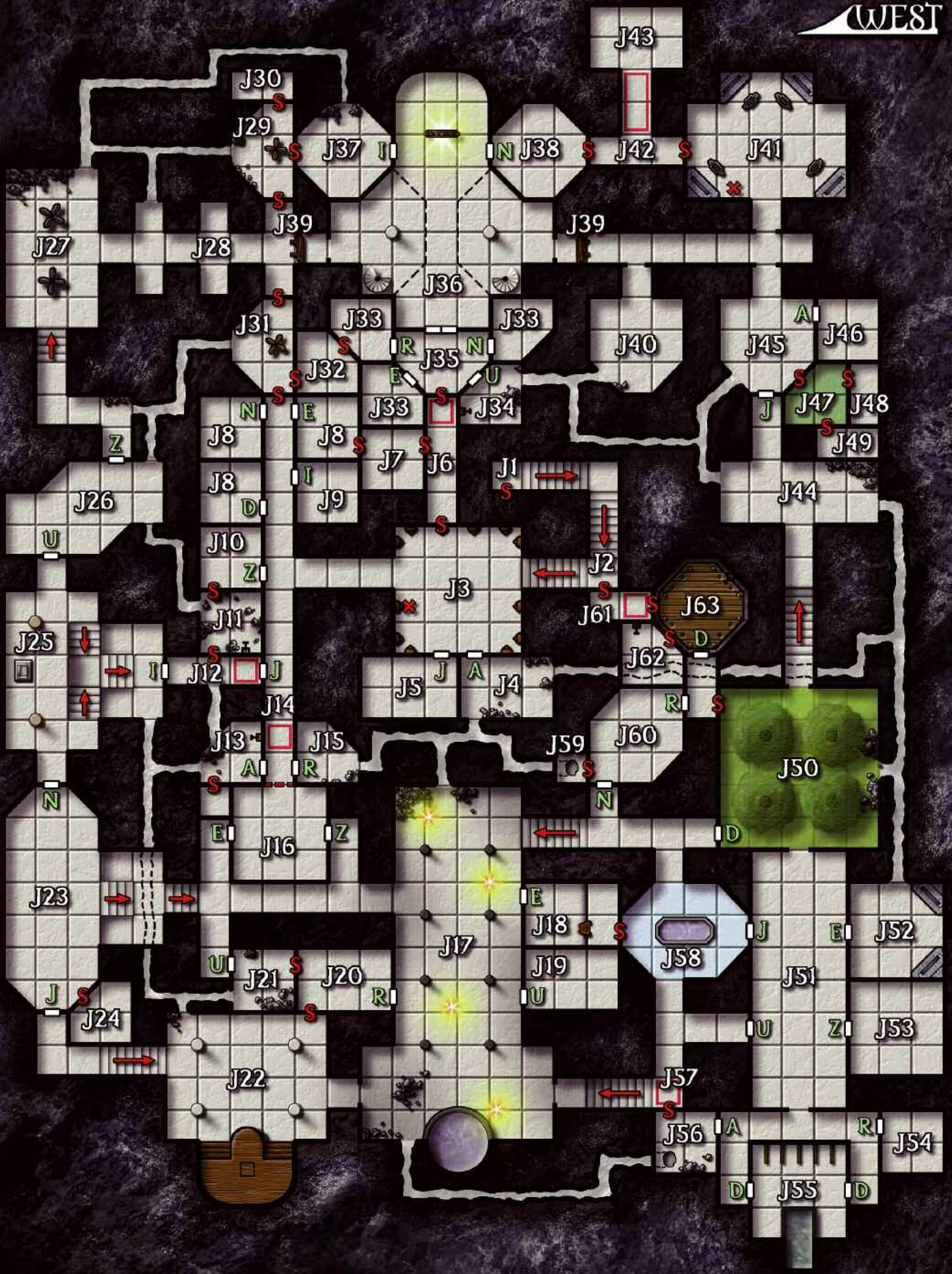
PLAYERS' HANDOUT #3: JZADIRUNE GLYPHS



J Z A D I R U N E

Jzadirune

1 square = 10 feet
Arrows = down



***Burning Hands* Trap:** CR 1; 3d4 points of fire damage; Reflex save (DC 12) for half; Search (DC 22); Disable Device (DC 19); automatic reset.

"D" Door: Crackling electricity fills the open doorway. The first creature that passes through the doorway takes 1d8+5 points of electricity damage. The electricity field dissipates after dealing damage.

***Shocking Grasp* Trap:** CR 1; 1d8+5 points of electricity damage each; no save allowed; Search (DC 22); Disable Device (DC 19); automatic reset.

"I" Door: Six *rays of frost* spring from the doorway when it is opened improperly, striking random targets within 10 feet. Each ray deals 1d3 points of cold damage with a successful hit.

***Rays of Frost* Trap:** CR 1; 6 rays; +5 ranged touch (1d3 points of cold damage); no save allowed; Search (DC 22); Disable Device (DC 18); no reset.

"R" Door: Opening this door improperly instantly *summons* 1d3 fiendish dire rats. The *summoned* creatures attack any non-gnome they encounter, disappearing after 5 rounds or when "slain."

***Summon Monster I* Trap:** CR 1; see below for summoned monster statistics; Search (DC 22); Disable Device (DC 19); automatic reset.

Fiendish Dire Rats (1d3): CR 1/3; Small magical beast; HD 1d8+1; hp 5 each; Init +3; Spd 40 ft., climb 20 ft.; AC 15, touch 14, flat-footed 11; BAB +0; Grap –4; Atk +4 melee (1d4, bite); SA disease; SQ darkvision 60 ft., cold and fire resistance 5, scent, SR 2; AL LE; SV Fort +3, Ref +5, Will +3; Str 10, Dex 17, Con 12, Int 3, Wis 12, Cha 4.

Skills: Climb +14, Hide +11, Move Silently +6, Swim +11. *Feats:* Weapon Finesse (bite).

"U" Door: Improperly opening this door triggers an *alarm* spell. Anyone within 60 feet of the door can hear the ringing *alarm* clearly. Reduce this distance by 10 feet for each interposing closed door and by 20 feet for each substantial intervening wall. In quiet conditions, the *alarm* can be heard faintly up to 180 feet away. The ringing lasts for 1 round.

In addition, two spectral sickles appear in the air and swing at the nearest non-gnome creature, after which they disappear. The sickles pass right through armor as though they were *ghost touch* weapons, dealing 1d6 points of damage with each successful hit.

The *alarm* and spectral sickles are considered one trap for searching, disarming, and *dispelling* purposes.

***Alarm* and Spectral Sickles Trap:** CR 1; audible *alarm* plus +4 melee touch (1d6 points of slashing damage, 2 sickles); Search (DC 22); Disable Device (DC 19); automatic reset.

"N" Door: A door inscribed with the "N" glyph releases clouds of twilight mist when improperly opened. The mist fills a 10-foot-by-10-foot-by-10-foot volume on each side of the portal. Anyone standing in range is engulfed and must succeed at a Fortitude save (DC 13) or take 1d6 points of temporary Dexterity damage. One minute later, a second save must be made to avoid taking another 1d6 points of temporary Dexterity damage.

Twilight Mist Trap: CR 1; initial 1d6 Dex, secondary 1d6 Dex; Fortitude save (DC 13) negates; Search (DC 21); Disable Device (DC 20); automatic reset.

"E" Door: Three jets of flame fill the doorway whenever a non-gnome passes through the portal, dealing 3d4 points of fire damage. A successful Reflex save (DC 15) halves the damage. This trap activates each time a creature other than a gnome crosses the portal.

Flame Jet Trap: CR 1; 3d4 points of damage; Reflex save (DC 15) halves damage; Search (DC 21); Disable Device (DC 19); automatic reset.

Ad-hoc XP Award: The PCs should not receive experience points for every door trap in Jzadirune, since they can navigate the dungeon without disturbing many of the gear doors. Feel free to award XP the first time the PCs disable or survive a particular door trap; if they encounter the same trap again, they should gain no XP for surviving or "defeating" it.

SECRET DOORS

The secret doors in Jzadirune blend perfectly with the surrounding stonework. Except where noted otherwise, any secret door in Jzadirune can be found with a successful Search check (DC 20).

Secret doors resemble 4-foot-square sections of stone that pivot on a central vertical axis. A cleverly hidden knob, panel, or pedal opens the door when depressed.

THE VANISHING (EL 2)

The Vanishing exists because of a botched magical experiment that happened 75 years ago in Jzadirune. The exact conditions of the experiment are forgotten, and the disease spread quickly throughout the enclave before its origin could be ascertained.

The Vanishing clings to Jzadirune's magic items, infecting creatures that use their power. Although the gnomes tried to destroy all items infected with the contagion, they were not entirely successful. A few contaminated items still linger in forgotten corners of the enclave, waiting to be found.

A living creature that uses a contaminated magic item isn't immediately aware of the danger. One of the disease's most insidious qualities is that it uses the item's magic aura to mask its own faint Transmutation aura. Thus, a *detect magic* spell does not reveal the disease's presence (although a *true seeing* spell reveals a faint Transmutation aura in addition to the item's own aura).

A creature infected with the Vanishing must succeed at an immediate Fortitude save (DC 15) or suffer 1d6 points of Charisma damage after a 1-day incubation period. Once a creature takes Charisma damage, it turns translucent, becoming increasingly transparent (and taking damage) with each passing day. Although the disease presents the illusion that the victim is fading away, the creature remains solid and does not actually turn incorporeal. Equipment is not rendered transparent by the disease.

The transparency affords one advantage: Any creature reduced to half its Charisma or less by the disease is so trans-

parent that it gains a +4 circumstance bonus on Hide checks.

Successful saves do not allow an afflicted creature to recover. Only magical treatment can save a victim of the Vanishing. A successful *dispel magic* (DC 21), *remove disease*, or *remove curse* spell cast upon the afflicted creature cures the malady. Unlike normal diseases, the Vanishing cannot be treated using the Heal skill.

A creature reduced to 0 Charisma by the Vanishing fades away, leaving behind any items worn or held. The creature is slain, its body is lost, and it cannot be restored to life using a *raise dead* spell (although *reincarnate*, *resurrection*, and *true resurrection* work).

The effects of handling multiple infected items are not cumulative. The Vanishing cannot be passed from one creature to another by touch. Paladins are immune to the Vanishing.

The Vanishing: CR 2; Contact; incubation 1 day; 1d6 Cha (temporary damage); Fortitude save (DC 17) negates damage.

OTHER DUNGEON FEATURES

Unless stated otherwise, all rooms and corridors in Jzadirune are unlit. Most corridors have empty sconces along the walls (for torches), while most rooms have small hooks dangling from ceiling chains (for hanging lanterns).

All 10-foot-wide corridors have flat, 10-foot-high ceilings. The dark creepers' roughly hewn tunnels are tubular and 5 feet in diameter.

Ceiling heights in rooms vary widely. Assume a room has a 10-foot-high ceiling unless stated otherwise.

KEY TO JZADIRUNE (AREAS J1–J63)

The following encounters are keyed to the map of Jzadirune—the gnome enclave.

J1. DESCENDING STAIRS

A stone staircase, its steps shrouded with cobwebs and dust, descends twenty feet to a 10-foot-square landing, then bends to the right and plunges into darkness.

Characters with the Track feat can make a Search check (DC 12) to notice small hoof prints (left by the dark creepers) in the dust. On a roll of 22 or higher, they also notice human-sized bare footprints (left by the skulks, who are more difficult to track). The tracks suggest the ascent and descent of multiple creatures, perhaps as many as a half dozen.

The staircase is unlit, although an iron torch sconce is mounted to one wall on each landing.

J2. WELL-HIDDEN SECRET DOOR (EL 1)

When the characters reach this landing, read or paraphrase the following text:

The staircase descends another 20 feet before opening into a room. From this landing, you can hear strange sounds emanating from the chamber below, specifically chirping birds, rustling leaves, and cheery giggles. The landing itself is bare save for an empty iron torch sconce mounted on the south wall.

The strange noises emanate from area **J3**. A secret door in the south wall is expertly hidden and requires a successful Search check (DC 25) to locate. Turning the nearby torch sconce a quarter-turn clockwise opens the secret door; otherwise, the door can be opened with a successful Open Lock check (DC 20) or *knock* spell. Turning the sconce counter-clockwise triggers a **Trap**.

Characters with the Track feat can make a Search check (DC 12) to notice small hoof prints (left by the dark creepers) on the dusty steps. On a roll of 22 or higher, they also notice human-sized bare footprints (left by the skulks, who are more difficult to track). The tracks lead both upstairs and downstairs.

Trap: Turning the torch sconce counterclockwise causes the eastern end of the 10-foot landing to tilt upward. Anyone on the landing tumbles down the 20-foot staircase to the west, taking damage and landing prone in area **J3**. A successful Reflex save halves the damage. The trap and sconce reset after the trap has been triggered.

Tilting Floor: CR 1; 2d6 points of damage; Reflex save (DC 12) for half damage; Search (DC 25); Disable Device (DC 20); automatic reset.

J3. GIGGLING MASKS

The staircase ends at a 40-foot-square room with a 10-foot-high ceiling. A slight draft blows into the room from a 10-foot-wide open passage in the far wall, directly across from the stairs.

Two 4-foot-diameter circular doors are set into the middle of the south wall. Each door is made of wood and framed with a ring of mortared stones. The westernmost door is closed and inscribed with a strange glyph. The easternmost door bears a different glyph but rests half-open. The half-open door reveals an iron rim of gearlike teeth, and dim light spills from the chamber beyond.

Mounted to the walls of the room are twelve tarnished copper masks. The masks are 2 feet tall and cling 4 feet above the floor. Each one depicts a smiling gnome's visage. The soft giggling, chirping, and rustling noises seem to pour from the very walls.

The sounds of giggling gnomes, rustling leaves, and chirping birds are the result of *permanent ghost sound* spells cast within the chamber. A successful *dispel magic* (DC 23) cast on the room removes the effect.

The twelve copper masks are held to the walls with *sovereign glue*; attempting to pry off a mask without the aid of *universal solvent* requires a Strength check (DC 24) and results in the mask's destruction.

The mask located to the left of the west tunnel (marked with an X) has a *permanent magic mouth* spell cast on it. When a living creature enters the 10-foot-square directly in front of the mask, its mouth moves and says the following in Common:

Welcome to Jzadirune—behold the wonder!
But beware, ye who seek to plunder.
Traps abound and guardians peer
Beyond every portal, behind every gear.

Treasure: Intact or melted down, the tarnished copper masks are worth 1,000 cp (10 gp) each.

Development: If the characters make any noise or bring a light into the room, the skulks in area **J4** detect them and cannot be surprised.

J4. LURKING IN SHADOWS (EL 4)

The gear door to this room is partially open, creating a roughly crescent-shaped gap just wide enough for a Medium-size character to squeeze through. The door has been wedged open with a chunk of stone; removing the stone causes the door to close and lock, as well as reactivates the door's trap (see Gear Doors for details). The room beyond is unlit.

A dozen small cots and chests line the walls of this 10-foot-high dusty room. Cobwebs blanket many of the cots and chests, and tiny spiders scurry about. Two rough-hewn tunnels, each 5 feet in diameter and tubular, breach the eastern and southern walls. Stony rubble covers the floor near each tunnel.

A 1-foot-long iron rod lies in the middle of the floor, its golden tip shedding enough light to cast lurid shadows on the walls.

The skulks and dark creepers usually meet here before embarking on a surface raid. The skulks also rest here from time to time. The glowing rod lying on the floor is a sunrod with 1 hour of light remaining.

The twelve chests strewn about the room have been picked clean by the skulks, and any valuables were taken to area **J56**.

Creatures: Two naked skulks feast on the spiders in this room. When they detect intruders, the skulks flank the northern doorway and attempt to hide.

Skulks (2): hp 9, 8; see area **G3** for complete statistics and possessions.

Tactics: When an intruder enters the room, each skulk attempts a surprise attack (gaining a +2 bonus on its attack roll for flanking). On the following round, one skulk flees through the southern tunnel and heads to area **J15** to alert the skulk there. The second skulk flees down the eastern tunnel and heads to area **J44** to alert the dark creepers. The skulks use their peerless camouflage ability to remain hidden while fleeing.

The skulks are cowardly and do not engage multiple foes for more than a single round before fleeing.

Development: If one or both skulks escape, all other skulks and all dark creepers within Jzadirune are alerted to the PCs' presence. Sounds of battle here have a 50% chance of alerting the skulks in area **J15** and **J59**, neither of whom come to their comrades' aid.

J5. DUSTY BARRACKS

The room holds fifteen cots and fifteen small chests, covered in cobwebs and dust. None of the chests is locked.

Each chest contains a dusty wool blanket, some worthless personal effects, and an off-white tabard emblazoned with the symbol of Jzadirune—an insignia depicting a wooden gear with a yellow, eight-pointed star in its hollow center.

J6. SECRET HALL WITH SPIKED PIT (EL 2)

This dusty, cobweb-filled hall has a 10-foot-high ceiling and walls carved with frescoes depicting dour gnomes clad in chain shirts and helms, and brandishing hooked hammers. There are no obvious doors leading from this hall.

Three secret doors open into this hall: one at the south end of the hall (leading to area **J3**), one along the west wall (leading to area **J7**), and one at the north end (leading to area **J35**). The western secret door is concealed behind a gnome fresco and is especially difficult to detect (Search, DC 22).

Trap: The northernmost 10-foot-square section of floor conceals a 20-foot-deep pit (Search check, DC 17, to detect). The pit's hinged lid opens when at least 150 pounds of weight is applied, although a successful Disable Device check (DC 17) jams the lid shut. Pulling down the lever in area **J34** locks the lid and deactivates the trap.

Anyone standing on the lid when it opens must succeed at a Reflex save (DC 15) or fall into the pit, taking 2d6 points of damage from the fall, damage from the spikes lining the pit, and landing prone.

For a far more inventive and deadly version of this trap, see the "Life's Bazaar" Web enhancement. The tilt-a-pit trap found there can be substituted for this trap, as well as the pit traps in areas **J12** and **J14**.

Spiked Pit Trap (20 feet deep): CR 2; 2d6 points of damage (fall) plus +3 melee (1d4 points of piercing damage, 1d4 spikes); Reflex save (DC 15) prevents fall; Search (DC 17); Disable Device (DC 17).

J7. SECRET ARMORY

Bare, dusty shelves line the north wall of this 20-foot-square room. Freestanding weapon racks fill the southern half of the room, but most of the weapons have been removed. Three small steel shields and a suit of cobweb-choked half-plate armor hang from hooks along the south wall. Several more hooks remain bare. Below them rests a large wooden chest secured with a dusty padlock.

The gnomes took most of the weapons and armor when they abandoned Jzadirune. However, a few items were left behind in their haste to vacate the complex.

Treasure: The chest is bound with an average padlock (Open Locks, DC 25). It contains the following items:

- 16 crossbow bolts
- 2 smokesticks

- A thunderstone
- A tanglefoot bag.

A hidden compartment in the lid of the chest can be found with a successful Search check (DC 22); tucked inside this compartment is a *wand of burning hands* (25 charges; command word "Sizzle") infected with the Vanishing (see The Vanishing for details).

A thorough search of the room also reveals the following weapons and armor:

- 3 gnome hooked hammers
- 2 light picks
- 1 heavy pick
- 1 Small suit of half-plate armor
- 3 small steel shields emblazoned with the symbol of Jzadirune (see area **J5**).

J8. SLEEPING QUARTERS

Nothing remains in this room except four decrepit cots, four small wooden chests, and a wooden dresser with four drawers. Everything is draped in cobwebs.

The gnomes removed all items of value from this room before abandoning Jzadirune 75 years ago.

J9. NURSERY

Eight small cradles line the outer walls of this dark, 10-foot-high room. A wooden playpen, a rocking unicorn, and a lovingly crafted wooden toybox rest in the middle of the room. Everything is shrouded with dust and cobwebs.

The outside of the toybox has frescoes of dancing gnomes and small, burrowing animals; a few toys and painted letter blocks can be found within. Nothing of value remains in this abandoned nursery.

J10. WRECKED QUARTERS

This chamber's furnishings—three small cots, a small table, and a dresser—have been smashed to flinders, the wreckage strewn across the floor. A lonely chain hangs from the center of the 10-foot-high ceiling, and a lantern lies smashed in one corner.

The skulks entered this room though a secret door in the south wall (leading to area **J11**) and thoroughly searched it for treasure. A brief skirmish erupted when one of the skulks found a potion tucked in the dresser; after quaffing the potion, the skulk succumbed to the Vanishing and now lurks in area **J21**.

Characters who explore the room and succeed at a Search check (DC 15) find the jagged shards of a shattered potion bottle on the floor.

J11. SECRET TREASURY AND PIT LEVER

Small mounds of rubble fill this 10-foot-high, 20-foot-square chamber. Most of the detritus is piled near a roughly hewn, 5-foot-diameter tunnel bored into the west wall. Three wooden chests sit in the middle of the floor. The chests' lids are carved and painted with anthropomorphic figures resembling a badger, a fox, and a rabbit respectively. The smashed remains of three padlocks lie strewn around the chests.

A wooden lever juts from an iron plate set into the south wall. The lever looks like it can slide up or down, and is currently in the "down" position.

The wooden lever controls the pit trap in area **J12** (or a tilt-a-pit trap if you're using the Web enhancement). Pulling the lever up locks the pit's lid and deactivates the trap, allowing creatures to cross the pit safely.

The three chests were once locked and trapped with *summon monster I* spells, but the skulks smashed the locks, triggered the traps, and defeated the summoned monsters. They also removed most of the valuable items from the chests; however, a few items escaped their notice (see **Treasure**, below).

Treasure: The badger chest is completely empty. The fox chest appears empty as well but contains a false bottom that can be found with a successful Search check (DC 24). Inside the secret cavity is a finely wrought silver bracelet (worth 25 gp), small pouch containing three citrines (worth 50 gp each), and a tiny glass vial containing *dust of illusion*.

The rabbit chest contains an unremarkable-looking gray bag with a *Nystul's undetectable aura* spell cast on it. A *detect magic* spell reveals the bag's magical nature but masks its aura. The bag is actually a gray *bag of tricks*.

The *dust of illusion* and the *bag of tricks* are infected with the Vanishing (see The Vanishing for details).

J12. SPIKED PIT (EL 2)

A featureless, 30-foot-long hall connects two round doors. A narrow, 5-foot-diameter tunnel breaches the middle of the south wall and heads off into darkness. Stone debris litters the floor near the tunnel's mouth.

A secret door in the north wall leads to area **J11**. Directly across from the secret door, a rough-hewn runnel leads to area **J13**.

Trap: The easternmost 10-foot section of floor is a pit trap. The trap is identical to the one in area **J6**.

Spiked Pit Trap (20 feet deep): See area **J6**.

J13. CAPTAIN'S ROOM AND PIT LEVER

Rubble and splintered furniture fills this dark, 10-foot-high room. Most of the detritus lies heaped between a pair of 5-foot-diameter tunnels crudely carved into the west and northwest walls.

A wooden lever juts from an iron plate set into the east wall, near the door. The lever looks like it can slide up or down; it is currently in the "down" position.

This room formerly belonged to Jzadirune's captain of the guard. A secret door in the south wall opens to reveal a dust-choked, 10-foot-square room. Hooks and shelves on the walls

suggest that the chamber once served as a secret closet, but the last captain of the guard emptied it of valuables before leaving Jzadirune forever. The secret room no longer contains anything of value.

The wooden lever in the east wall controls the pit trap in area **J14**. Pulling the lever up locks the pit's lid and deactivates the trap, allowing creatures to cross the pit safely.

J14. SPIKED PIT (EL 2)

The corridor ends with a pair of circular doors in the west and east walls. Dust and debris covers the floor.

Trap: A pit trap (or a tilt-a-pit, if you're using the Web enhancement) lies in wait 10 feet from the south end of the hall. The trap is identical to the one in area **J6**. A dead, naked skulk hangs impaled on four of the pit's wooden spikes. A rapier, a light crossbow, and six crossbow bolts lie scattered on the pit's floor.

Pulling down the lever in area **J13** locks the pit's lid and deactivates the trap.

Spiked Pit Trap (20 feet deep): See area **J6**.

J15. SKULK DEN (EL 2)

Dead rats, burnt tindertwigs, and bits of broken stone litter the floor of this room whose only furnishings include a cot against the northeast wall and a wooden chest bearing a dented lantern. The lantern is lit, but barely enough light escaped through its shutters to illuminate the room. Across from the round door in the west wall, a 5-foot-diameter tunnel carves its way east into darkness.

A cloaked skulk sleeps in the cot (see **Creature** below). The wooden chest is unlocked and contains the **Treasure**.

Creature: The sleeping skulk gets a Listen check to detect intruders; if its check is equal to or greater than its opponents' worst Move Silently check, it awakens and reaches for its gear (which is stowed under the cot). If awakened by sounds of combat in area **J4**, the sleeping skulk casts off its cloak, grabs its equipment, and attempts to hide near the eastern tunnel. If one of the skulks from area **J4** flees here, it also tries to hide after waking its sleeping companion.

Skulk: hp 6; see area **G3** for complete statistics.

Possessions: Rapier, light crossbow with 20 bolts, dark cloak, thunderstone, three skeleton keys on a silver ring (the keys open any town lock with an Open Lock DC of 30 or lower).

Tactics: If it hides successfully, the skulk waits until all of its enemies enter the room before attacking the rearmost foe with its rapier. After the surprise round, it hurls a thunderstone into the back room as it flees to area **J17**. The exploding thunderstone alerts the skulks in areas **J4**, **J17**, **J58**, and **J59**.

Treasure: The chest contains several items the skulks have found in the complex:

- 2 dark robes (bundled and tattered)
- 3 sunrods
- 2 flasks of oil
- 2 tindertwigs
- 1 thunderstone
- Ceramic stage mask portraying the sad visage of an anguished gnome with rabbit ears (worth 5 gp)
- Silver ring shaped like a serpent with tiny azurite gems for eyes (worth 25 gp)
- A silver ewer adorned with dancing dryads and set with moss agates (worth 75 gp).

J16. MAP ROOM

An *illusory wall* conceals the north entrance of this room. Although it looks like an unremarkable stone wall when viewed, physical objects and creatures can pass through it without difficulty. Touch or probing searches reveal the true nature of the surface, but do not cause the illusion to disappear.

Carved into the south wall is a large map showing various interconnected rooms and corridors. The lines of the map glow faintly but do not shed enough light to illuminate the chamber.

The map on the south wall shows Jzadirune's rooms and corridors, but none of its secret chambers or hidden hallways. Show the players **Player Handout #2: Players' Map of Jzadirune** at this time, and allow them to view it only as long as their characters remain in the room.

J17. HALL OF DANCING LIGHTS (EL 4)

Flickering light spills from this great hall, and PCs who succeed at a Listen check (DC 10) also hear the sound of trickling water from within.

Eight black marble pillars support the 30-foot-high ceiling of this majestic hall. The pillars are carved to resemble gnome artisans and warriors standing on each other's shoulders, bracing the vaulted roof with their collective strength. The walls are adorned with faded murals depicting gnomes in reverie—playing pipes, dancing, performing acrobatic stunts, drinking wine, and so forth.

The 40-foot-wide hall widens to 60 feet at the south end, where you see a large circular pool enclosed by a semicircular, 1-foot-high veined marble wall. Carved into the wall above the pool is a gnome visage with water spilling from its wide grin.

Four bright lights illuminate the hall from end to end, corner to corner. They flicker and dance like torchlight and drift aimlessly about the hall, changing altitude and direction on a whim.

Two piles of rubble, one in the northwest corner and another in the southwest corner, add elements of imperfection to this grand hall.

Jzadirune has many lingering magical effects, one of which is the *permanent dancing lights* spell cast in this hall. The lights

create many shifting shadows, allowing the skulks in this hall to hide (see **Creatures**, below). A successful *dispel magic* (DC 23) cast on the *dancing lights* dismisses them.

The 20-foot-diameter pool provided most of Jzadirune's fresh water supply. *Purification* spells rid the water of contaminants; although the spells are long gone, the water remains drinkable. The gnomes used to cast coins into the pool for good luck; the dark creepers swept up the tarnished coins shortly after they arrived.

The dark creepers created the two piles of rubble digging the 5-foot-diameter passages that lead to areas **J4**, **J15**, **J56**, and **J59**. The skulks have hidden some **Treasure** in the southernmost pile of rubble.

Creatures: Two naked skulks lurk behind the southern pillars. They attack anyone who dares to explore the south end of the hall.

Skulks (2): hp 10, 9; see area **G3** for complete statistics. *Possessions:* Rapier, light crossbow with 20 bolts, thunderstone.

Tactics: If possible, the skulks try to flank a single opponent and attack with their rapiers. They hurl their thunderstones at enemy spellcasters who remain out of melee range and gain one-half cover (+4 bonus to AC, +2 bonus on Reflex saves) when firing their crossbows from behind the pillars. The skulks flee through the south tunnel if either takes 5 or more points of damage. They hole up in area **J56**.

Treasure: Characters searching through the southern pile of rubble can make a Search check (DC 20). A successful check unearths a small, engraved wooden box adorned with prancing sylvan creatures and set with shards of lapis lazuli. Inside, the box is filled with gears and other mechanical components. A tiny silver crank also rests inside the box. When the crank is inserted into a hole in the front of the box and turned, the interior mechanisms produce soft, cheery music. The music box is worth 200 gp intact.

Development: Loud noises in this hall will alert the creatures in areas **J4**, **J15**, **J21**, **J58**, and **J59**.

J18. STORAGE

This 20-foot-high room has two levels: a 20-foot-square lower level to the west and a 10-foot-by-20-foot loft to the east. A wooden ladder connects them.

Stacked crates and casks fill the lower level. A cabinet stands against the north wall of the loft, which also contains a heavy wooden trunk. Everything is draped with cobwebs.

A secret door at the back of the loft opens into area **J58**. Neither the skulks nor the dark creepers have found the secret door—or found their way into this room.

The crates are empty—their contents removed years ago by the former gnome occupants. The casks hold ale, but time has rendered the entire supply undrinkable and worthless.

The cabinet holds dusty towels, two empty clay jugs, an iron kettle, and some crumbling bars of soap.

The wooden trunk holds miscellaneous items: 12 candles wrapped in a square yard of canvas, two 50-foot-long hemp ropes, nine torches, an empty map case, and a small box containing flint and steel.

J19. GUEST QUARTERS

The gnomes of Jzadirune set aside this room for honored guests. Three human-sized beds stand against the south wall. Other furnishings include a table and four chairs, and a carved dresser. The three dresser drawers are empty, and the room holds nothing of value.

J20. COSTUME AND PROP STORAGE

This room contains six bulky wooden trunks, their lids thrown open and their contents disgorged. Strewn about the dusty floor are dozens of ornate masks, gaudy robes, fancy costumes, mock weapons carved from wood, gnarled staffs, and similar stage props. A few costumes dangle from coat racks, wooden mannequins, and wall hooks between some heavier props, including a wooden folding screen painted with stars, a stuffed wolf, and a wooden sun carved with a grinning face.

The gnomes staged elaborate plays in their small theater (area **J22**) and stored all of their costumes and props here. The skulks entered the room through the secret door in the south wall and searched the trunks for valuables, but found little of worth.

The secret door in the west wall (leading to area **J21**) is slightly ajar and therefore easier to detect than normal. Anyone searching the room spots it with a successful Search check (DC 20). PCs peering through the crack in the door can see that the room beyond is torchlit, but little else. The slightly ajar secret door also allows the skulk in area **J21** to hear PCs who noisily explore this room and its contents.

Characters can find all sorts of costumes, masks, and props here—none of them magical or valuable.

J21. VANISHING SKULK (EL 2)

If the PCs approach this room without attempting to dim their light sources or soften their footsteps, the room's denizen (a skulk afflicted with the Vanishing) hears them automatically and hides near one of the exits—whichever one is farthest from the PCs.

Dead rats, broken bits of furniture, and debris litter the floor of this dusty chamber. A torch burns in a sconce between a round door and crudely burrowed tunnel in the west wall.

A skulk lairs here. It spends most of its time gnawing on dead rats and listening for other skulks.

Creature: This skulk found a potion in area **J10**, imbibed it, and succumbed to the Vanishing. (The effects of the potion have long since expired.) The other skulks shun it, fearing they might catch the disease as well. This skulk has been left to its own devices.

The skulk has nearly faded away and almost appears ghostlike. However, it brandishes a normal rapier and wears a black ceramic wolf mask taken from area **J20**. It also wears a thick wolfskin cloak, which it uses to keep warm. It sheds the cloak if it needs to hide.

Skulk: hp 8; Cha 3; see area **G3** for statistics and possessions.

Skills: Hide +26 (+11 when clothed), Move Silently +12 (+8 when clothed).

Possessions: Rapier, wolf mask, wolfskin cloak.

Tactics: The skulk prefers to attack solitary foes. If it detects multiple enemies, it flees and hides in area **J13** or **J20**, where it makes its final stand (if necessary).

J22. THEATER (EL 2)

Four ornate pillars support the 20-foot-high vaulted ceiling of this room, which is illuminated by lanterns hanging in the corners. Tattered red curtains dangle from iron rods mounted to the walls and pillars. Four rows of ornately carved benches stand in the rectangular area defined by the pillars.

Partially set into the south wall is a raised wooden stage with two short staircases leading up to it. Black curtains partially conceal the back wall of the stage, which is painted with an elaborate woodland mural.

If the PCs seat themselves in the theater or approach the stage, read or paraphrase the following:

One of the black stage curtains flutters, and a small figure steps out from behind it. A baby black bear—or rather, a gnome wearing a bear costume—takes center stage, raises a paw to his lips, and begins speaking softly.

"Night hath fallen in the Magic Woods, and while myriad woodland creatures dream, Willowbough and her faerie friends frolic beneath the sorcerous moon!"

The small bear curls up into a ball on the stage and feigns sleep. Moments later, a female gnome with briars for hair materializes on stage, as though she were standing invisibly a moment ago, and begins dancing. Solemn music fills the theater as butterfly-winged faeries appear from backstage and join in the ballet.

Lanterns lit by *continual flame* spells illuminate this theater. The gnomes, faeries, and music are programmed illusions. If the PCs let the scene play out, they bear witness to the drama of Willowbough and Silverarrow, a somber tale of a dryad who falls in love with a ranger, and Moontusk, the ranger's bitter wereboar nemesis who strives to ruin their love by destroying the dryad's sacred tree.

A trapdoor in the middle of the stage floor opens to reveal a 3-foot-tall, cobweb-filled storage area under the stage. It contains both a **Creature** and the **Treasure**.

Creature: A choker lurks under the stage and tries to grab any PC who descends through the trapdoor.

Choker: hp 15; *Monster Manual* 36.

Tactics: The choker uses its 10-foot reach its prey without getting too close to the trapdoor. If it succeeds in grabbing a character on the surprise round or the round following, the choker uses its extraordinary quickness to hold the trapdoor shut with one tentacle while choking its prey with the other. PCs trying to open the trapdoor must succeed at an opposed Strength check to pull open the trapdoor, or they can smash through it (hardness 5; hp 20).

Medium-size and larger characters suffer a –2 penalty on attack rolls while fighting in the cramped understage area.

Treasure: The understage area contains two items: a masterwork mandolin (100 gp) and an unlocked wooden chest. The chest contains a fine cloak with a *Nystul's magical aura* spell cast on it, a small locked spellbook (Open Lock, DC 25), a *wand of detect secret doors* (15 charges) infected with the Vanishing, and a 5-inch-long steel rod with an engraved rune at one end and notches carved into the other (a key that unlocks all of the "J" gear doors in Jzadirune).

The spellbook contains the following spells: *change self, color spray, detect magic, ghost sound, invisibility, Leomund's trap, mage hand, minor image, misdirection, Nystul's magical aura, Nystul's undetectable aura, read magic,* and *silent image*. The book can be sold for 325 gp.

Development: If the skulk in area **J21** hears the play unfold, it peers into the theater through a hole in the northwest curtain and observes the PCs. Meanwhile, the skulks in area **J17** move to flank the archway east of the theater, attacking the first PC who steps through.

J23. EMPTY GALLERY

Two short flights of stairs lead up to a 70-foot-long, 30-foot-wide octagonal gallery with a 15-foot-high vaulted ceiling. Twenty web-shrouded pedestals stand about the room, and the walls show signs of having once born tapestries and other fixtures. However, the items once displayed here have long since been removed.

The gnomes of Jzadirune displayed many of their finest constructs here but removed the precious displays when they abandoned the complex. A secret door opens into area **J24**.

J24. SECRET ART VAULT

A *mirage arcana* spell makes this dusty room appear empty. However, tactile exploration of the room reveals several items leaning against the east wall (see **Treasure**, below). The paintings become visible if they are taken from the room.

Treasure: Hidden by the *mirage arcana* spell are six framed paintings covered in gray dust cloths. Each painting measures 4 feet long and 3 feet tall and depicts a natural or mystical landscape. The paintings can be sold to an interested art dealer for 100 gp each.

J25. KING'S HALL (EL 2)

Marble staircases split this room into three levels: a rubble-strewn foyer to the east, a 10-foot-square marble landing, and an upper hall supported by two pillars sculpted to resemble petrified trees. Between the pillars rests a graven throne. An elderly gnome wearing a silver crown is slumped in the throne, his soft snores echoing throughout the room. The 30-foot expanse of wall behind the throne is carved with frescoes depicting a complex array of gears.

Another noteworthy feature is a cherubic gnome's face carved in bas-relief on the west wall of the landing.

The cherubic bas-relief visage is part of a magical trap that triggers whenever a living creature sets foot on the 10-foot-square landing (see **Trap**, below).

The "sleeping gnome king" is a *permanent image* cast upon the throne. In his lap rests an illusory scepter that fades away when touched.

The throne's right armrest contains a secret compartment that can be found with a successful Search check (DC 20). When the secret compartment is opened, the gnome king mumbles the following words in his sleep, which can only be heard by characters standing within 10 feet:

"Betrayed we are by our own magic,
One by one, we fade away—
Jzadirune's lost! Oh, how tragic!
We curse the vanishing day."

Trap: When a living creature sets foot on the 1-foot-square marble landing, a *magic mouth* spell cast on the gnome's visage says in Common, "If you wish an audience with the king, place your finest coin in my mouth."

Any gold or platinum coin placed in the bas-relief's mouth is instantly teleported to the secret compartment in the throne's armrest. Nothing more happens. If a PC drops a coin of lesser value in the mouth, the coin is not teleported away and the *magic mouth* says "Miser! What a paltry tribute! I curse you with clumsiness!" The PC must succeed at a Will save (DC 17) or suffer a –6 penalty to Dexterity (as per the *bestow curse* spell); the PC's Dexterity score cannot drop below 1. The curse is permanent until removed with a *break enchantment, remove curse,* or similar spell. Rogues cannot disable this trap, which resets after 3 rounds.

***Bestow Curse* Trap:** CR 2; target suffers a –6 penalty to Dexterity (permanent); Will save (DC 17) negates; Search (DC 24); Disable Device (n/a); automatic reset after 3 rounds.

Treasure: The secret compartment in the throne's armrest contains a bed of 75 gp (plus any additional coins *teleported* from the bas-relief visage's mouth) and two 5-inch-long steel rods, each with an engraved rune at one end and notches carved into the other. The rods are keys for the "N" and "E" gear doors, respectively.

J26. AUTOMATON FACTORY (EL 4)

Metal wreckage and broken gears lie strewn about this 10-foot-high, oddly shaped chamber. Standing in the middle of the room is the half-built metal framework of a four-legged, 5-foot-tall construct with one arm ending in a spiked wedge. Its other arm is nowhere to be seen.

Gear doors are set into the north and south walls. Near them, two roughly hewn tunnels lead into darkness. Webs fill the corners of the room.

A half-finished, nonfunctional pulverizer automaton stands in the middle of the room; see pages 27–28 of the *Monster Manual II* for a picture and description of this construct. Lurking behind the construct is the chamber's lone occupant—see **Creature**, below.

PCs sifting through the debris can find the smashed remains of two work tables, several metal springs and gears, a metal pincer claw (similar to the one attached to the hammerer automaton in area **J16**), and bits of armor plating. The room holds little of value, however.

Creature: While scouring the dungeon for food and valuables, one of the skulks ran afoul of a raggamoffyn in area **J31**. The raggamoffyn wrapped itself around the skulk and took control of its mind. The captured skulk seeks to lure another humanoid creature (skulk or otherwise) into area **J31**, where a second raggamoffyn waits to gain a host. Other skulks have encountered the captured one, but they fled to avoid a similar fate and have shied away from this part of the dungeon ever since.

Captured Skulk/Common Raggamoffyn: CR 4; Medium-size Construct; HD 3d10 (raggamoffyn) and 2d8 (skulk); hp 16 (raggamoffyn) and 10 (skulk); Init +2; Spd 30 ft.; AC 17, touch12, flat-footed 15; BAB +1; Grap +3; Atk +3 melee (1d6+2/18–20, rapier) or +3 ranged (1d8/19–20, light crossbow); SQ darkvision 60 ft., construct traits, shared damage (see below), innate nondetection, peerless camouflage, trackless path (see area **J4** for details); AL N; SV Fort +1, Ref +3, Will +3; Str 14, Dex 15, Con 10, Int 11, Wis 15, Cha 6.

Skills: Hide +7, Move Silently +4. *Feats:* Weapon Finesse (rapier).

Shared Damage (Ex): An attack on a captured one deals half damage to the raggamoffyn and half damage to the dominated skulk.

Languages: Undercommon.

Possessions: Rapier.

Tactics: As the PCs enter the room from the south, the captured skulk bolts through the north tunnel and heads to area **J31**.

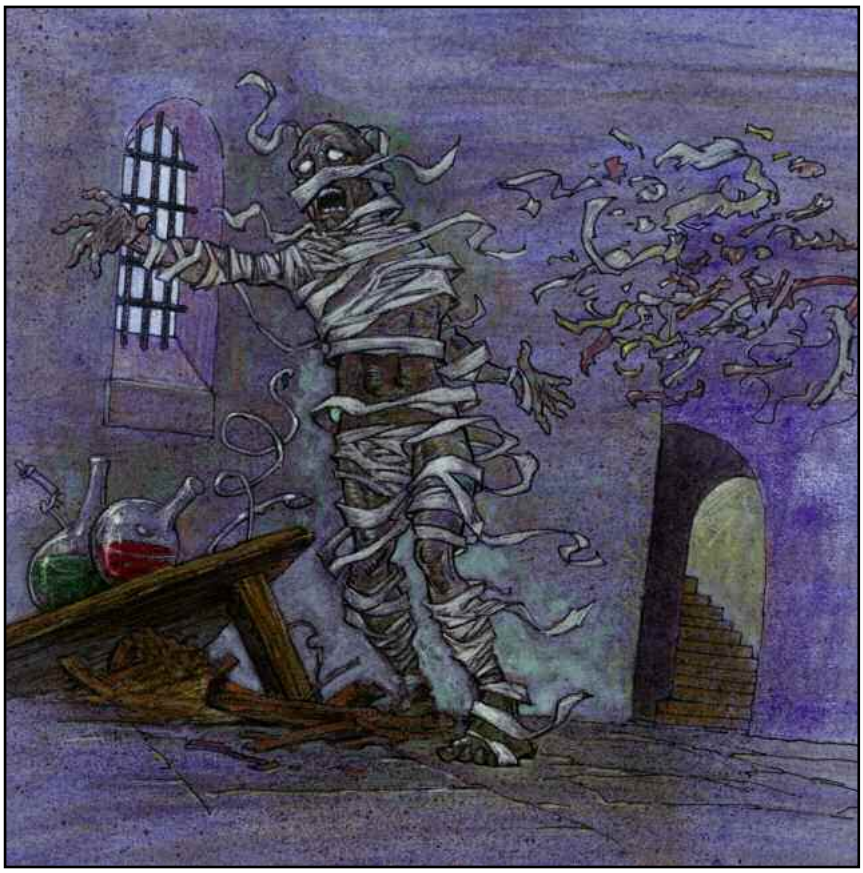
If the PCs approach from the north and the captured skulk has no way to reach area **J31**, it attacks with its rapier. If the skulk drops to 0 or fewer hit points, the raggamoffyn tries to claim a new host.

J27. GEARWORKS (EL 3)

Smashed tables and chairs litter the floor of this room. Hundreds of tiny wooden and metal gear mechanisms spill from

sundered crates, and a 4-foot-high mound of stone rubble fills the northwest corner. Mounted to the 20-foot-high ceiling are two large wooden fans strung with cobwebs. The fans are connected to some gears and rope belts that cross the ceiling and disappear into the wall on either side of the eastern exit.

In the middle of the room stands something draped in a large gray sheet. The shrouded object is roughly 5 feet tall, 5 feet wide, and irregular in shape.



The gnomes of Jzadirune used to make gears and other mechanisms here. The ceiling fans helped circulate the air. The fan belts connect to a pair of nonfunctional gearwork generators in area **J28**.

Creature: The thing concealed beneath the sheet in the middle of the room is a pulverizer automaton. If the sheet is removed or the automaton disturbed, roll 1d20: On a roll of 11 or higher, it grinds to life and attacks anyone who is not a gnome or dark one within 40 feet (the range of its blindsight ability). Otherwise, it remains inactive until further disturbed.

Embossed on the surface of the construct (in Gnome) are the command words for activating and deactivating the automaton ("thrymbryl" and "myglym," respectively). Characters who cannot read Gnome cannot speak the command words correctly.

When activated, the pulverizer will follow simple commands in Gnome ("kill all humans," "halt," "turn left, "turn right," and so on). It can climb stairs, but it is too wide to fit through gear doors or secret doors. If given conflicting commands in the round before it acts, it shuts down for 1 round.

The dark stalker used this automaton to burrow tunnels through the rock.

Pulverizer Automaton: hp 18; *Monster Manual II* 27 or see the "Life's Bazaar" Web enhancement.

Treasure: The "heart" of the automaton is actually a deep blue spinel (worth 500 gp). Finding it requires a successful Search check (DC 24).

J28. GENERATORS

Set into the north and south walls of this corridor are six 10-foot-deep niches filled with dust and cobwebs. Some of the niches contain elaborate, gear-addled contraptions. A makeshift wall composed of wooden planks and braces blocks the eastern end of the hall.

Four of the niches contain magically powered, gear-driven generators for the ceiling fans in areas **J27**, **J29**, and **J31**. Rope belts connected to each generator disappear through holes in the ceiling of each niche. Pulling a lever activates or shuts down each of the eastern generators, although finding the lever requires a successful Search check (DC 12). The western generators have had several gears removed from them and are no longer functional.

Each of the easternmost niches has a secret door at the back of it (leading to areas **J29** and **J31**, respectively). The two middle niches contain nothing but dust and cobwebs.

The makeshift wall is described in area **J39**.

J29. SECRET LIBRARY (EL 1)

A *permanent obscuring mist* spell fills this chamber, obscuring all sight (including darkvision) beyond 5 feet. A *dispel magic* does not remove the mist, although a *gust of wind* disperses the mist after 4 rounds.

If the characters explore the mist-shrouded room, read or paraphrase the following text:

Although you can't see anything beyond 5 feet, your preliminary exploration of the room reveals a thin carpet of stone rubble covering the floor, with mounds of shattered rock piled in nearby corners. Built into the walls are rows of stone shelves—perhaps bookshelves, although you see no books

on them. The shelves might very well rise to the ceiling, which you cannot see.

A ladder leans against the northwest wall. An ominous silhouette in the middle of the room turns out to be a harmless wooden lectern. Before you can investigate further, you feel something crawl across your foot.

This room was once a library, but the gnomes of Jzadirune removed their precious books before abandoning the complex. Mounted to the ceiling is a fan connected to a magical generator in area **J28**. Activating the ceiling fan clears the room of mist after 4 rounds.

The ladder allows one to reach the topmost shelves, just below the 15-foot-high ceiling. Both the shelves and the lectern are bare.

All of the secret doors here are hidden behind movable sections of shelving that require a successful Strength check (DC 20) to open. The *obscuring mist* makes the secret doors harder to detect than normal (Search, DC 22).

Creatures: Four 4-foot-long monstrous centipedes attack PCs who explore this room. They scuttle out of cavities under the shelves and rubble. Roll for surprise normally, but apply a –4 penalty to the PCs' Spot checks because of the *obscuring mist.*

Attacks made against a centipede in an adjacent square suffer a 20% miss chance (for one-half concealment). The centipedes likewise have a 20% chance of missing with each of their attacks, since they don't have blindsight. Foes farther than 5 feet away have total concealment (50% miss chance).

Small Monstrous Centipedes (4): hp 2 each; *Monster Manual* 207.

Tactics: The centipedes pursue prey out of the room. They attack mindlessly until slain.

J30. SCROLL STORAGE

Arcane scrolls were once stored here, but the gnomes removed and destroyed all of them, fearing they might spread the Vanishing.

Entering the empty, dust-covered room sends a number of small, harmless spiders scurrying and triggers a *programmed illusion*. A elderly, translucent gnome wizard with a faintly glowing ruby in her left eye socket appears in the room and recites the following words in Common before fading away:

"I am Emirystul, librarian of Jzadirune. The scrolls you seek have been destroyed to keep you and others from fading into nothingness. The curse of the Vanishing began here, in these mystic halls, and here it will remain. Be careful what you find, and mind whatever magic was wrought here."

If the secret door to the room is closed and reopened, the *programmed illusion* resets.

J31. ALCHEMY LAB (EL 3)

An acrid stench fills this 10-foot-high chamber, which contains two large tables draped in cobwebs. Alchemical apparatus clutters one tabletop, while the other table has been flipped on its side, spilling its contents into the middle of the room. Amid the fragments of shattered glass lie some broken candles, some spent tindertwigs, various sundry utensils, and a pile of rags.

A 5-foot-wide tunnel in the west wall leads into darkness. Against the opposite wall stands a cabinet, its doors set with jagged shards of frosted glass. It looks like someone smashed through the glass to reach the contents within. Mounted to the ceiling is a web-shrouded wooden fan connected to some gears and a rope belt that crosses the ceiling and disappears into the north wall.

The pile of rags is actually the **Creature**. It waits until someone enters the room before attacking. The room's other contents are detailed under **Treasure**, below. The wooden ceiling fan connects to a magically powered generator in area **J28**, but it is currently "off."

Creature: A common raggamoffyn disguises itself as a pile of rags in the middle of the room.

Common Raggamoffyn: hp 16; *Monster Manual II* 175 or see the "Life's Bazaar" Web enhancement.

Tactics: The raggamoffyn flies at the first character (or other humanoid creature) that enters the room. If it hits with its slam attack, it attempts to grapple its foe. If the grapple check succeeds, it can attempt to wrap itself around the victim next round and control the host on the following round.

Treasure: The upright table bears an alchemist's lab (worth 500 gp) as well as the following items :

- 5 empty glass flasks
- 6 flasks of harmless (nonmagical) powder
- 3 flasks of hardened sludge (harmless)
- 2 flasks of acid (worth 10 gp each)
- 20 tindertwigs (worth 1 gp each)
- A 5-inch-long steel rod with an engraved rune at one end and notches carved into the other. This key opens all "U" gear doors in Jzadirune.

On the floor near the "pile of rags" rests a tanglefoot bag (worth 50 gp).

The broken cabinet holds a few alchemical items of interest:

- 3 flasks of alchemist's fire (worth 20 gp each)
- 4 vials of antitoxin (worth 50 gp each)
- 2 smokesticks (worth 20 gp each)
- 8 sunrods (worth 2 gp each)
- A thunderstone (worth 30 gp)
- A vial containing 2 applications of *universal solvent* (worth 2,000 gp).

Development: If the captured skulk from area **J26** retreats to this room, it hides behind the overturned table and grabs the tanglefoot bag lying on the floor nearby. It hurls the bag at the first PC to enter the room before leaping into combat.

J32. SECRET POTION STORAGE

Three cabinets stand against the walls of this 10-foot-high room. The cabinet doors hang open, and a shroud of dust covers the floor.

The cabinets hold scores of flasks and vials containing liquids of various colors and consistencies. However, the gnomes *dispelled* all of the potions, believing they were contaminated with the Vanishing. None of the liquid stored here radiate magic, although many of the flasks bear labels with spell names on them (written in Gnome).

J33. SLEEPING QUARTERS

This room is identical to area **J8**.

J34. PIT LEVER AND RUBBLE

Chunks of broken stone and smaller debris fill this room. A wooden lever juts from an iron plate set into the west wall. A 5-foot-diameter tunnel delves east into darkness.

The wooden lever controls the pit trap (or tilt-a-pit trap, if you're using the Web enhancement) in area **J6**. Pulling the lever up locks the pit's lid and deactivates the trap, allowing creatures to cross the pit safely.

Characters searching through the rubble find some smashed furniture and, with a successful Search check (DC 22), a 5-inch-long metal rod with a rune engraved on one end and notches carved into the other. This key opens all "Z" gear doors in Jzadirune.

J35. FOYER AND IRON DOORS

Four circular doors—each one bearing a different rune—lead from this dusty 15-foot-high room. However, you attention is quickly drawn to a semicircular mosaic of engraved floor tiles that fans out from an arching set of double doors set in the north wall. Unlike the other portals, the northern doors are made of iron, embossed with gearlike patterns, and held to a stone doorframe by great iron hinges.

The iron double doors are locked from the south side, although they can be pushed open with ease from area **J36**. The key to unlock them has been lost. Engraved on the semicircular floor mosaic in front of the doors are nine glyphs—the same ones that appear on Jzadirune's gear doors (see Gear Doors for details). These are purely decorative and do not trigger any traps, magical or mundane.

Locked Iron Doors: 2 in. thick; Hardness 10; hp 60; break DC 28; good lock (Open Lock, DC 30).

J36. GREAT FACTORY (EL 3)

This enormous chamber has a ceiling that soars to a height of 45 feet at its peak. Two great marble pillars support wooden balconies 15 feet above the chamber's west and east wings. Two iron-wrought spiral staircases—located in the southwest and southeast corners—connect the balconies to the ground floor.

The furnishings on the ground level suggest some sort of assembly area. Desks occupy much of the area, although a few boxes and crates fill various corners and nooks.

An 8-foot-diameter wooden gear hangs from the ceiling at the north end of the chamber, suspended by a pair of great iron chains. A bright light burns in the hollow center of the great gear, illuminating a great mosaic of interconnected gears painstakingly painted on the ceiling and walls of the room. The singular light casts many shadows throughout the chamber, and the faint sound of clattering gears resonates from somewhere not too far away.

Diagram #2: Area J36 provides a cross-sectional view of this room, as viewed from the south.

A *permanent ghost sound* cast upon the room years ago invokes the sound of clattering gears, which doesn't travel far from this room. The great gear hanging from the ceiling is part of the chamber's décor, and the bright light burning in its center is a *continual flame* spell.

The gnomes of Jzadirune constructed most of their wondrous magic items here. Characters who search the desks and boxes find some of the raw materials needed to create such items, although the gnomes took the most valuable components with them when they left.

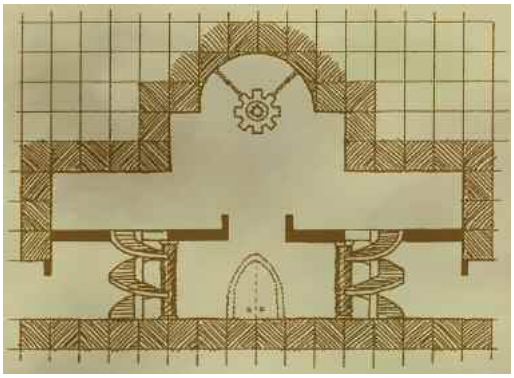
The dark creepers received an unpleasant surprise when they first discovered their room, leading them to seal off the area with makeshift walls (see area **J39**).

Creature: Not long after the gnomes left, a grell took residence here. For years it fed on tiny rats and vermin. When the dark creepers arrived, the grell captured and devoured one of them. It currently lurks in the shadows above the eastern balcony, waiting for other succulent morsels to blunder into its lair.

Grell: hp 32; *Monster Manual II* 121 or see the "Life's Bazaar" Web enhancement.

Tactics: The grell drops down on prey from above or tries to grab a creature ascending the eastern spiral staircase. It uses its Flyby Attack feat to move both before and after taking an attack action. Thus, it can swoop down on an unsuspecting character, make a single tentacle attack, and hoist its grappled prey into the air. Any ranged attack made against the grell

DIAGRAM #2: AREA J36



after it grapples a character has a 50% chance of hitting the character instead.

Treasure: The bones and shredded black robe of the grell's dark creeper victim lie atop the eastern mezzanine amid the dusty desks. Amid the remains, PCs can find the following items:

- A masterwork dagger (sized for a Small character) with a poison compartment holding one application of monstrous spider venom (Fortitude save DC 14; initial and secondary 1d4 Str).
- A *potion of cure light wounds*
- A *potion of invisibility*
- A black pouch containing 80 cp and 32 sp.

Since the potions were not created in Jzadirune, they are not afflicted with the Vanishing.

J37. CLASSROOM

Small desks have been arranged in three concentric semicircles facing the south wall of this 15-foot-high octagonal room. Chalkboards set in stone frames along the three southernmost walls bear faded equations and formulas. A web-shrouded lectern stands in front of them, facing the desks. A pile of stony rubble spills from the mouth of a 5-foot-diameter tunnel that breaches the north wall.

Jzadirune's scholars used this classroom to teach young gnomes various subjects, including mathematics and the magical arts. The dark creepers searched this room and found no valuables; PCs who search the chamber also find nothing of value, although a successful Search check (DC 20) reveals a secret door in the west wall that leads to the library (area **J29**).

J38. WEAVER'S WORKSHOP

A large wooden loom, its skeletal frame draped with cobwebs, stands in the middle of this 15-foot-high octagonal room. Three smaller spinning wheels surround it, also covered with cobweb sheets. An iron coat rack stands next to one of them.

The gnomes of Jzadirune wove clothing here. The three spinning wheels radiate moderate Transmutation magic when a *detect magic* spell is cast.

Programmed *mage hand* spells cause the spinning wheels to spin and clatter whenever someone enters the room. The effect is harmless, but it may discourage interlopers from investigating the east wall, which conceals a secret door (leading to area **J42**).

J39. MAKESHIFT WALL

To confine the grell in area **J36**, the dark creepers erected these makeshift walls using wooden planks (taken from smashed benches in area **J51**). Iron spikes hammered into the walls and iron braces bolted to the floor keep the wall from tipping over. There is no easy way past the makeshift wall except to smash through. Fortunately for the dark creepers, the grell's tentacles don't deal enough damage to overcome the wall's hardness, and the creature isn't quite strong enough to simply knock it down.

Makeshift Wooden Wall: 2 in. thick; Hardness 5; hp 30; break DC 22.

J40. WOODSHOP (EL 3)

If the PCs approach this room quietly in darkness, without raising alarms in area **J44** or **J45**, allow them to make a Move Silently check to surprise the dark creeper located here. The check is opposed by the dark creeper's Listen check.

Half-made kegs, tables, bookshelves, and chests clutter this dark, 10-foot-high room. Most of these unfinished works have been pushed against the outer walls, making room for four cots in the middle of the floor. Two workbenches covered with carpenter's tools flank the north exit. A few rat bones litter the floor.

A dark creeper lairs here. If the PCs use silence and darkness to conceal their approach, they might catch the dark creeper napping in its cot. Otherwise, the dark creeper is hiding among the half-finished furnishings.

Characters searching the room for treasure can, with a successful Search check (DC 12), find a small trove stashed in a lidless chest (see **Treasure**, below)

Creatures: Dark creepers despise light and attack PCs carrying torches or lanterns above all others. Some even spend a move action extinguishing torches and lanterns dropped in the heat of battle.

Dark Creeper: CR 3; Small Humanoid (dark one); HD 1d8+3; hp 7; Init +3; Spd 30 ft.; AC 17, touch 14, flat-footed 14; BAB +0; Grap –3; Atk +2 melee (1d3+1/19–20, dagger) or +3 ranged (1d3+1/19–20, dagger); SA sneak attack +2d6; SQ blindsight 60 ft., light vulnerability, evasion, shadow cloak; AL CN; SV Fort +1, Ref +5, Will +2; Str 12, Dex 17, Con 13, Int 10, Wis 15, Cha 10.

Skills: Hide +15, Listen +3, Move Silently +8, Pick Pocket (Sleight of Hand) +4, Spot +3, Tumble +4. *Feats:* Lightning Reflexes.

Light Vulnerability (Ex): When exposed to sunlight or its magical equivalent, dark creepers suffer a –2 morale penalty on attack rolls, damage rolls, saving throws, ability checks, and skill checks.

Shadow Cloak (Su): Three times per day, a dark creeper can wrap itself in a cloak of shadows that grants it concealment from its foes. In shadows or darkness, the dark creeper gains nine-tenths concealment (a 40% miss chance from attackers). In bright light, it gains one-half concealment (20% miss chance). Darkvision does not reduce the amount of concealment. Creatures that can see in magical darkness suffer no miss chance.

Languages: Undercommon.

Possessions: Black cloak, 4 dark creeper-sized daggers, pouch containing 1d6 × 10 cp and 1d6 × 5 sp.

Tactics: If alerted to the PCs' approach, the dark creeper tries to gain a sneak attack, using its shadow cloak ability to gain par-

tial concealment as it strikes.

Treasure: The dark creepers keep some miscellaneous valuables in a lidless chest in this room. In addition to some worthless trinkets, PCs find the following:

- 4 engraved copper cups (worth 2 gp each)
- A silver cloak pin set with a bloodstone (worth 45 gp)
- 3 zircons (worth 50 gp each)
- A gold comb set with citrines (worth 160 gp)
- 26 sp and 130 cp (loose).

J41. FORGE

Four soot-blackened hearths are set into the corners of the room. In front of each rests an anvil and bellows, and implements of the smithing trade hang from nearby hooks. Two barrels of scummy water, once used to cool searing hot iron weapons and implements, stand against the north wall. Two more flank the south exit, and two empty weapon racks stand in the middle of the room. Characters who sift the bottom of the barrel marked "X" on the map and succeed at a Search check (DC 20) find a 5-inch-long steel rod with a rune engraved on one end and notches carved into the other. This key unlocks all of the "I" gear doors in Jzadirune.

A secret door in the west wall leads to area **J42**.

J42. SECRET HALLWAY (EL 2)

This dust-choked T-shaped corridor leads to area **J43**; it contains a **Trap**.

Trap: The 20-foot stretch of corridor north of the T-shaped intersection is trapped. The entire 20-foot-by-10-foot section of floor is one pressure plate. When 250 pounds of weight (or more) is applied to the pressure plate, spring-loaded spears extend and retract quickly from holes in the walls (at varying heights). The spears continue to extend and retract as long as the pressure plate remains depressed.

Any creature in the 20-foot-long section of hall when the trap activates is attacked by 1d4 spears. The holes in the walls are concealed by *illusory wall* spells, but they can be detected by touch.

The trap was designed so that gnomes (who are typically lighter than 250 pounds) could navigate the hallway without triggering the trap.

Spear Trap: CR 2; +3 melee (1d6, 1d4 spears); Search (DC 15); Disable Device (DC 18); automatic reset.

J43. SECRET VAULT

The gnomes stored many of their most precious magic items and weapons in this musty, 10-foot-high chamber. However, these items were either sold or destroyed before the gnomes vacated Jzadirune. The room is, in fact, empty.

J44. HIDDEN FOES (EL 4)

A 5-foot-wide, rough-hewn circular tunnel breaches the west wall of this chamber. Another punches through the east wall. The rubble left by the excavation of these tunnels has been pushed into the northeast part of the room, leaving the rest of this 10-foot-high chamber clear. A few rat bones and other refuse litter the floor, but otherwise the room appears empty.

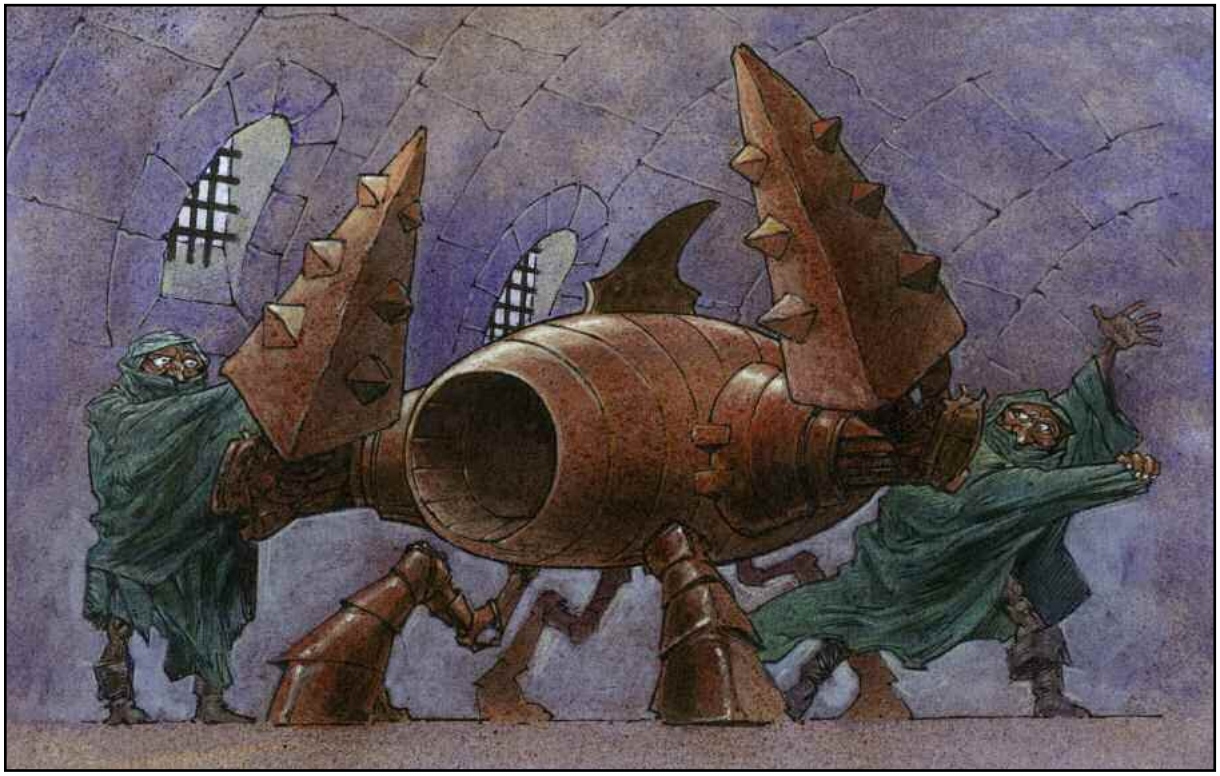
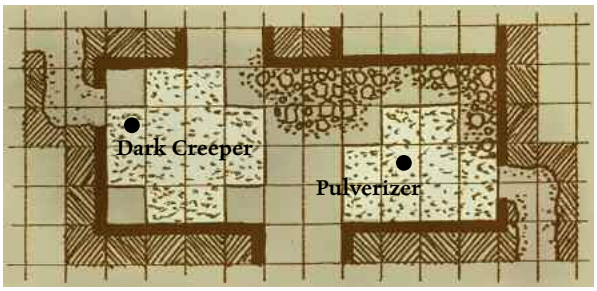


DIAGRAM #3: AREA J44



Two *permanent* 10-foot-radius *invisibility spheres* conceal this chamber's occupants. The areas of invisibility are fixed and encompass the 5-foot squares shown in **Diagram #3: Area J44**. The invisibility spheres, created by some miscast magic years ago, mask only living creatures and items in their possession.

Creatures: A pulverizer automaton stands in the southeast corner of the room, hidden by an *invisibility sphere*. It is not alone; a dark creeper stands guard near the northwest corner, inside the other *invisibility sphere*.

Pulverizer Automaton: hp 18; *Monster Manual II* 27 or see the "Life's Bazaar" Web enhancement.

Dark Creeper: hp 9; see area **J40** for complete statistics and possessions.

Tactics: If it sees intruders approaching from the south passage or southeast tunnel, the dark creeper barks a command to the pulverizer in Gnome ("Taral yan zyggek!" or "Attack all intruders!") and withdraws to area **J45** to warn its master. Although it cannot speak Gnome fluently, the dark creeper knows the command words from hearing the dark stalker speak them.

If the PCs enter the room through the northwest tunnel, the dark creeper stealthily moves across the room and uses the southeast passage to reach area **J52**. It prefers not to fight the PCs without the presence of other creepers.

Anyone who speaks Gnome can command the pulverizer to cease it attacks. The automaton can also be commanded to perform other simple tasks. If it is given conflicting instructions in the same round, it takes no actions on its next turn.

Treasure: If the pulverizer is destroyed, PCs can search the sundered remains. A successful Search check (DC 24) reveals a deep blue spinel "heart" (worth 500 gp) and a 5-inch-long steel rod with a rune engraved on one end and notches carved into the other. The rod is a key that unlocks all "A" gear doors in Jzadirune.

J45. GLASSBLOWING WORKSHOP (EL 4)

This dark, 10-foot-high room has exits in the north and southwest walls, plus gear doors set into the south and east walls. A stone oven fills the northwest corner. Iron tongs hang from a hook nearby. Bottles, flasks, and pottery clutter shelves and tables haphazardly pushed against the bare walls. Shards of broken glass and ceramic cover the floor such that you think it would be difficult to cross the room without stepping on them.

Little evidence suggests that something lives here, but the leader of the dark ones calls this room his lair. The dark stalker, Yuathyb, requires very little sleep, and he suspects that his dark creeper followers secretly conspire to betray him. For this reason, he prefers to remain alone until the skulks have need of his minions' services.

Yuathyb has pushed a heavily laden table in front of the secret door to area **J47**. Moving the table takes a move action, as does opening the secret door.

Creature: Yuathyb recently contracted the Vanishing and has acquired a ghostlike translucence. His current state gives him a +4 circumstance bonus on Hide checks, which he uses to full advantage.

Yuathyb, Dark Stalker: CR 4; Medium-size Humanoid (dark one); HD 3d8+3; hp 16; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; BAB +2; Grap +4; Atk +4 melee (1d6+2/19–20 and poison, short sword) or +5 ranged (1d6+2 and poison, javelin); SA sneak attack +3d6, poison use; SQ blindsight 60 ft., light vulnerability, shadow cloak (see area J40), *fog cloud* 2/day; AL CN; SV Fort +2, Ref +8, Will +3; Str 14, Dex 17, Con 13, Int 13, Wis 15, Cha 8 (16 at full).

Skills: Hide +15, Listen +4, Move Silently +8, Pick Pocket (Sleight of Hand) +4, Spot +3, Tumble +3. *Feats:* Lightning Reflexes.

Poison Use (Ex): Yuathyb has coated his sword and javelins with Medium-size monstrous spider venom (Fortitude save DC 14; initial and secondary 1d4 Str). He never risks accidentally poisoning himself when applying poison to his weapons.

***Fog Cloud* (Sp):** Twice per day, Yuathyb can cast *fog cloud* as a 5th-level sorcerer.

Languages: Gnome, Undercommon.

Possessions: Black cloak, short sword, 4 javelins, *potion of cure light wounds*, *potion of remove paralysis*, key to all "D" gear doors (hanging around neck), vial of monstrous spider venom (5 applications; Fortitude save DC 14; initial and secondary 1d4 Str), pouch containing 60 sp.

Tactics: The dark stalker prefers not to fight if outnumbered. Yuathyb tries to hide, attacking only if the PCs find the secret door to area **J47**. In that case, he tries to deal sneak attack damage with a poisoned weapon and holds his ground until reinforcements arrive from area **J40** or **J44** (at which point he can deal sneak attack damage to flanked opponents). If reduced to 8 hit points or fewer, he uses *fog cloud* to escape, tumbling past foes if necessary to reach an exit.

Development: If the PCs can speak Gnome or Undercommon, they can negotiate with the wily dark stalker. This requires some deft roleplaying and a successful Bluff, Diplomacy, or Intimidate check (depending on the nature of the exchange).

Yuathyb does not know how he contracted the Vanishing but is anxious to find a cure. If the heroes can offer one, the dark stalker will listen to reason. He can also be persuaded not to interfere in the PCs' plans, provided they deal no (further) harm to him or his dark creeper followers.

Yuathyb has no loyalty to the skulks, although they have helped him in the past. He will not actively oppose the skulks but can provide information on their approximate numbers and whereabouts. He also knows where they're keeping Keygan's rat familiar (in area **J60**) and how to get there without opening any of the gear doors.

If the PCs have nothing to offer, Yuathyb might agree to leave them alone or reveal the way to Kazmojen's fortress (the elevator in area **J63**) if they promise to kill the grell in area **J36** and return with proof of the creature's death (a severed tentacle, for instance).

Ad-hoc XP Award: If the PCs successfully negotiate with Yuathyb, award them experience as if they'd defeated the dark stalker in combat.

J46. JEWELER'S WORKSHOP

This 20-foot-square chamber contains a stout desk and matching chair. The table bears a set of copper scales and a jar of dried-up ink with a feather quill sticking out of it. Shelves line the far wall. Everything is caked in dust.

Jzadirune's resident jeweler used to work in this small office. Everything of value was removed except for a 5-inch-long steel rod tucked in the back of a small drawer built into the tabletop. A successful Search check (DC 15) locates the rod, which has a small rune engraved on one end and notches worked into the other. The rod is a key that opens all "R" gear doors in Jzadirune.

J47. SECRET TREASURY

A table laden with glass vessels and pottery blocks the secret door leading to this vault (see area **J45** for details).

Unlike the other rooms you've found, this chamber is completely free of dust and cobwebs. Green marble tiles cover the floor, and the walls are painted with bright murals depicting a forest of enormous fungi.

A gnome-sized suit of full-plate armor, complete with visor and helm, stands in the middle of the room. Next to it sits a 2-foot-tall clay urn filled with treasure.

Magic spells keep this chamber clean. The "fungi forest" mural cleverly conceals the secret doors in the east and south walls, making them harder to locate (Search, DC 22).

The clay urn contains all of the treasure the dark creepers have amassed since coming to Jzadirune, including items pilfered from the city above (see **Treasure**, below).

The suit of armor is inanimate, harmless, and detailed under **Treasure** below.

Treasure: The suit of armor is filled head-to-toe with coins—4,500 sp, to be exact. If moved, the armor falls apart, causing the coins to spill onto the floor. The armor is ordinary gnome-sized full plate, which can be sold in the city for 700 gp.

The clay urn has handles so that it can be carried easily. It holds the following items:

- 622 cp, 958 sp, and 75 gp (loose)
- 3 silver rings (worth 5 gp each)
- A tiny silver locket (worth 10 gp) containing ashes (a pinch of someone's cremated remains)
- 2 plain gold rings (worth 25 gp each)
- A platinum bracelet (worth 175 gp) engraved with the following words in Dwarven: "To Sondor, my deepest love. Lorthan."
- A set of masterwork thieves' tools (worth 100 gp)
- A *potion of delay poison*
- A *wand of sleep* (8 charges; command word "Slumber").

J48. SECRET VAULT (EL 2 AND 1)

The dark stalker and dark creepers did not locate this vault during their search of the dungeon.

Beyond another secret door lies a 10-foot-by-20-foot room with a 10-foot-high ceiling. Standing against the south wall is a gnome-sized suit of banded mail clutching a finely forged gnome hooked hammer. At its feet rests an iron chest secured with an iron padlock.

The iron chest is held to the floor with *sovereign glue*. (The *universal solvent* in area **J31** can be used to dissolve the glue.) The chest is locked (Open Lock, DC 25) and holds the **Treasure**. The suit of armor is the **Creature**.

Creature: The armor is actually a dread guard that animates and attacks if it or the chest is disturbed.

Dread Guard: hp 27; *Monster Manual II* 87 or see the "Life's Bazaar" Web enhancement, except Atk +6 melee (1d6+4, masterwork hammer) or +4 melee (1d6+3/×3, masterwork hammer) and +0 melee (1d4+1/×4, masterwork hook).

Possessions: Masterwork gnome hooked hammer.

Treasure: A *permanent* illusion (cast at 12th level) makes the chest appear empty. However, tactile exploration of the chest reveals contents within. Items removed from the chest become visible instantly. They include the following:

- 3 shrew statuettes carved from smoky quartz (worth 75 gp each)
- A mother-of-pearl-inlaid board with matching wooden game pieces (gnome kings, queens, knights, and other figures), worth 250 gp for the set
- A tiny silk pouch containing 3 white pearls (worth 100 gp each).

J49. SECRET VAULT

The dark stalker and dark creepers did not locate this vault during their search of the dungeon.

All three chests in the 10-foot by 20-foot room are unlocked but have *Leomund's trap* spells cast on them to make them appear trapped. The chests are all empty—looted by the gnomes before they left Jzadirune. Strange glyphs on their lids might once have warded them, but any magic was long since discharged.

J50. FALSE FOREST

Magic has transformed this section of the dungeon into a small forest. Four great trees sprout from the grassy floor, their leafy crowns fanning out 20 feet overhead to form a roof of deciduous leaves through which rays of sunshine filter. Brambles and thickets form impassible walls, although you can see bramble archways set into the north and south walls leading to dark passages and chambers beyond.

Two mounds of stony rubble flank a hole in the middle of the east wall that appears to be a natural tunnel through the underbrush.

A gentle zephyr causes leaves to rustle, and you can hear birds chirping merrily.

An effect similar to a *permanent hallucinatory terrain* spell has transformed pillars into trees, walls into brambles, and floor tiles into patches of grass. The room looks, smells, sounds, and feels like a forest. The two piles of rubble against the east wall (left behind from the dark creepers' excavations) appeared later and were not incorporated into the illusion.

The secret door in the northwest corner is well hidden by the illusion; locating it from this side requires a Search check (DC 25).

The dark creepers despise this area and generally avoid it whenever possible.

J51. DINING HALL

Once a dining hall, this chamber contains only the wreckage of once fine furniture. Two iron chandeliers dangle from the ceiling, while a third—its rope severed—lies amid the debris on the floor.

Characters can hear the sounds of chirping birds and rustling leaves through the northern archway (see area **J50** for details). Nothing of value remains here.

J52. KITCHEN (EL 5 AND 1)

Two stone hearths fill the east corners of this 10-foot-high, 30-foot-square kitchen. Stone shelves, barren and dusty, fill the wall space between the blackened fireplaces. In the middle of the room stand two stout tables covered in old webs, while against the south wall rests a dilapidated wooden cabinet on the verge of collapsing under its own weight.

Debris from a roughly hewn, 5-foot-diameter tunnel in the north wall spills into the room. Near the opening, you see the shriveled husks of three enormous spiders.

The dark creepers fought and killed three Medium-size monstrous spiders in this room. They then drained the arachnids of their virulent venom.

Searching the cabinet might have dire consequences, as detailed under **Trap**, below. Hidden amid the clay dishware in the cabinet is a 5-inch-long steel rod with a rune engraved on one end and notches carved into the other. This key unlocks all "Z" gear doors in Jzadirune.

Creatures: Two dark creepers lurk here. If the dark creeper from area **J44** fled to this room, it is also hiding in the room (behind a dead spider or under a table). Encountered in pairs or threes, dark creepers are extremely dangerous due to their sneak attack and shadow cloak abilities.

Dark Creepers (2): hp 7, 6; see area **J40** for complete statistics and possessions.

Tactics: The dark creepers hide in the fireplaces until an enemy approaches; then they move to flank, hoping to deal sneak attack damage. They rely on their shadow cloak ability to avoid taking damage and use their Tumble skill to avoid taking attacks of opportunity while maneuvering in tight spaces.

Trap: The large cabinet holds varnished clay dishware left behind by the gnomes of Jzadirune. A Search check (DC 13) reveals that the cabinet might collapse if disturbed, and a successful Disable Device check (DC 15) allows a rogue to stabilize the cabinet.

Opening or otherwise tampering with the cabinet causes it to topple. Anyone standing in front of the cabinet can make a Reflex save to take half damage.

Collapsing Cabinet: CR 1; 2d6 points of damage; Reflex save (DC 10) for half damage; Search (DC 13); Disable Device (DC 16); no reset.

J53. PANTRY

The gnomes removed most of the edibles from the pantry before vacating the complex. However, a few scattered jars and baskets of dried herbs remain amid some casks of vinegar, loaves dry bread, and mold.

J54. SLEEPING QUARTERS

This room is identical to area **J8**.

J55. LATRINE

Thin wooden walls separate six curtained stalls that stretch across the northern wall, although none of the dividers prevent the stench of this chamber from reaching you.

A fish-shaped fresco carved into the back wall once served as a waterspout to a rectangular pool of now-brackish water, although water no longer pours from its gaping mouth.

Waste from the latrine stalls drops into a 30-foot-square cistern located 20 feet below this chamber. The foul stench rises from this cistern. The southern basin contains fouled water and nothing more.

J56. SKULKS' TREASURE ROOM

Bits of rubble and debris cover the floor of this cold room. Patches of green mold grow on the damp walls and cling to the 10-foot-high ceiling. Lying in a heap in the southeast corner are the gutted, putrefied remains of an 8-foot-long, green worm with multiple legs and eight slimy tentacles sprouting from its bulbous head. A heap of armor and shields lies nearby.

Several months ago, the skulks and dark creepers killed a carrion crawler that had found its way into the complex. The skulks gutted it and stashed their treasure (including plunder from the city above) inside its moldering remains (see **Treasure** below).

Treasure: The skulks have hidden two unlocked wooden coffers inside the dead carrion crawler. Only by searching the remains can the characters spot the coffers within.

Coffer #1 contains 140 cp, 225 sp, and 178 gp.

Coffer #2 contains the following items:

- A small silver-framed mirror (worth 15 gp)
- A healer's kit (worth 50 gp)
- A silver dragon pendant with moonstone eyes (worth 125 gp)
- A plugged copper scroll tube (worth 1 gp) containing a scroll of *mirror image* and a scroll of *mage armor*, both infected with the Vanishing.

The armor consists of ten gnome-sized chain shirts (worth 50 gp each) and ten bucklers (worth 7 gp each).

Development: If the skulks from area **J17** withdrew to this chamber, they hide in the shadows on either side of the hole in the floor. They try to flank and kill a single foe, fleeing via the secret door if faced with equal or superior numbers (but avoiding area **J58**).

If one of the skulks is captured or cornered here, it pleads for its life in Undercommon. If the PCs can communicate with it, a successful Bluff, Diplomacy, or Intimidate check convinces the skulk to reveal where Keygan's familiar is kept (in area **J60**) and the safest way to get there (via area **J59**).

J57. FLOOR TRAP (EL 1)

The secret door leading to area **J56** is locked from this side. The door can be opened with a successful Open Lock check (DC 20) or by turning a nearby torch sconce a quarter-turn counterclockwise; finding the correct mechanism to open the door requires a successful Search check (DC 22).

Turning the torch sconce clockwise or unlocking the secret door without properly turning the sconce triggers the **Trap**.

Trap: If the secret door is opened improperly, the 10-foot-square section of floor in front of the door tilts up toward the west. Anyone standing on the floor must succeed at a Reflex save (DC 15) or tumble down the western staircase (toward area **J17**), landing prone. A successful Tumble check (DC 15) halves the damage and allows the PC to land on his or her feet.

Tilt-and-Tumble Trap: CR 1; 2d6 points of damage; Reflex save (DC 15) negates; Tumble check (DC 15) for half damage; Search (DC 23); Disable Device (DC 25); automatic reset.

J58. BATHROOM (EL 2)

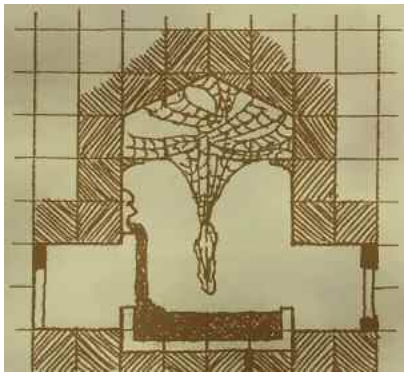
Characters can hear pouring water as they approach this room.

Turquoise ceramic tiles adorn the walls and floor of this room, in the middle of which rests a large octagonal bathing pool with a 2-foot-tall raised lip. Pristine water pours into the pool from a smiling stone face carved into an overhanging wall. The water exits through a small circular drain at the east end of the pool.

A narrow stone ledge encircles the ceiling, which is hidden behind a tangled mass of thick webs. Suspended from the webs by ropy filaments is a cocooned humanoid corpse that dangles 5 feet above the pool's glassy surface.

See **Diagram #4: Area J58** for a cross-sectional view of this room. The skulks avoid this area.

DIAGRAM #4: AREA J58



The water pouring from the stone face and filling the pool is a *permanent* illusion that looks, sounds, and feels real. PCs can fill their waterskins with the water, but the water mysteriously disappears once it leaves the room. Disbelieving the illusion requires a successful Will save (DC 15); the DM can reduce the DC of the save if the PCs have good cause to suspect the water is illusory.

The creature suspended in the cocoon is a dead skulk. Its bodily fluids have been completely drained by the monsters that lurk in the webs and in the pool (see **Creatures**, below). The webs suspending the dead skulk have 6 hit points or require a Strength check (DC 26) to break. The skulk still carries some **Treasure**.

Creatures: A Medium-size monstrous spider lurks in the empty pool, hidden by the watery illusion. It lacks the intelligence to perceive the illusory water and leaps out of the empty pool to attack the first creature that comes within 5 feet.

Two "baby" spiders (actually Small monstrous spiders) prowl among the webs that stretch across the ceiling. They descend to attack only if the skulk's husk or the webs are disturbed. They use fine web filaments to drop on prey from above, gaining a +1 bonus on their melee attacks for higher ground.

Medium-size Monstrous Spider: hp 11; *Monster Manual* 210.

Small Monstrous Spiders (2): hp 4 each; *Monster Manual* 210.

Treasure: Characters searching the shriveled skulk corpse find a pouch containing two tourmalines (100 gp each) and a dull gray *ioun stone* infected with the Vanishing.

J59. SECRET CLOSET

This hidden closet connects to area **J60** by a secret door. A 5-foot-diameter hole in the floor drops about 7 feet and turns sharply west.

Creature: A lone skulk lurks here, waiting to strike anyone who comes up through the hole in the floor.

Skulk: hp 11; see area **J4** for complete statistics and possessions. The skulk also wears a tiny silver key around its neck that opens the cage in area **J60**.

Tactics: The skulk gains a +1 bonus on its attack roll when attacking a foe coming up from below, since it has the higher ground advantage. It fights until reduced to 4 hit points or fewer, at which point it drops its rapier and pleads for its life in Undercommon.

Development: If the skulk surrenders, it offers to trade its life for the safe return of Keygan's rat familiar (from area **J60**). It will even show PCs the way to Kazmojen's stronghold (using the secret door in area **J2** to reach area **J63**).

J60. THE CAGED RAT (EL 4)

Empty weapon racks line the walls of this dusty, 10-foot-high room. In the middle of the floor rests a large wooden chest with a flat lid and iron hinges. Atop the chest sits a small silver cage holding a rat with a white star-shaped splotch of fur on its tiny forehead. It grips the bars and squeaks excitedly.

The gnomes cleared all the weapons from this room before vacating Jzadirune. Starbrow, Keygan's anxious rat familiar, is locked in the silver cage; unlocking it requires the proper key (found in area **J59**), a *knock* spell, or a successful Open Lock check (DC 20).

The chest under the cage is actually a friendly mimic lulled into helping the skulks. Characters who succeed at a Spot check (DC 22 if the mimic takes 10 on its Disguise check) notice some slight imperfections in the "chest." See **Creatures**, below, for the rat's and mimic's statistics.

Creatures: The mimic reveals itself if anyone approaches within 5 feet of it or the silver cage. A toothy mouth splits the front of the chest as it speaks to them in Undercommon (see **Development**, below).

Mimic: hp 45; *Monster Manual* 135.

Starbrow, Keygan's Rat Familiar: CR —; Tiny Magical Beast; HD Special; hp 8; Init +2; Spd 15 ft., climb 15 ft.; AC 15, touch 14, flat-footed 13; BAB +2; Grap –10; Atk +4 melee (1d3–4, bite); SQ low-light vision, minor scent, improved evasion, share spells, empathic link; AL LN; SV Fort +2, Ref +4, Will +6; Str 2, Dex 15, Con 10, Int 6, Wis 12, Cha 2.

Skills: Appraise +1, Balance +10, Climb +12, Hide +18, Knowledge (local) +1, Listen +6, Move Silently +10, Search +1, Spot +1, Swim +10. *Feats:* Weapon Finesse (bite).

Languages: Undercommon.

Tactics: The skulks keep the mimic fed on a diet of rats and spiders. It loathes to combat creatures of Medium-size or larger, although it defends itself without hesitation if attacked.

Unlike most mimics, this creature does not speak Common. Nevertheless, it tries to negotiate with the PCs, allowing them to take the rat familiar in exchange for 6 days' worth of tasty rations or 200 gp worth of treasure. PCs can bargain with it; a successful Bluff, Diplomacy, or Intimidate check (opposed by the mimic's untrained Sense Motive check) can convince that mimic to reduce its demands by half.

Development: The PCs can pry some useful information from the mimic at no cost. It knows the following:

- The skulks raid the surface for slaves and hand them off to some hobgoblins, who then take the slaves to a place called the Malachite Fortress.
- The skulks work with a gang of "dark ones" led by a dark stalker named Yuathyb. They all work for an Underdark slaver named Kazmojen. Kazmojen pays them a share of the proceeds from his sales, and the skulks and dark ones keep whatever they pilfer from the city above.
- Another mimic used to lair here as well, but a pair of hobgoblins working for Kazmojen "offered it a job" guarding treasure in Kazmojen's stronghold. The hobgoblins showed up several weeks ago and haven't returned since. The other mimic is a particularly mean and greedy specimen.

Ad-hoc XP Award: If the PCs successfully negotiate with the mimic, award them experience as if they'd defeated it in combat.

J61. SECRET ROOM WITH SLIME (EL 2)

This dusty 10-foot-by-20-foot hall has secret doors set in the north and east walls (leading to areas **J2** and **J63**, respectively).

Trap: Opening the secret door in the east wall triggers a 10-foot-square, 10-foot-deep pit trap that fills the eastern half of the hall. The floor of the pit contains a 2-inch thick layer of black, acidic slime that deals 1d6 points of acid damage per round of contact. Raising the secret lever in area **J62** closes the pit doors and locks them; pulling the lever down again resets the trap.

The skulks safely bypass the trap by knocking three times on the secret door; this alerts the hobgoblins in area **J63**, one of whom raises the lever in area **J62**.

Slime Pit (10 feet deep): CR 2; 1d6 points of falling damage plus 1d6 acid (slime); Reflex save (DC 15) negates; Search (DC 19); Disable Device (DC 19); manual reset.

Development: Opening the secret door alerts the hobgoblin guards in area **J63**, who hurl their javelins at PCs in the pit or on the other side of the pit, gaining one-half cover from the secret door.

J62. HIDDEN SLIME PIT LEVER

A trail of boot prints through the dust lead from the secret door to a wooden level jutting from an iron plate bolted to the north wall. When the lever is in the "up" position, the doors to the pit trap in area **J62** are locked shut. When the lever is in the "down" position, the pit trap is active. The room is otherwise empty.

J63. ELEVATOR SHAFT (EL 1)

The floor of this octagonal room is actually a large wooden platform supported by taut iron chains looped over eight enormous pulleys bolted to the 15-foot-high ceiling. One end of each chain is fastened to a corner of the platform, while the other end drops through a hole in the platform, connected to something far below.

Set into the northeast wall is an iron panel with an iron lever jutting from it.

The wooden floor of this room is actually an elevator that descends 200 feet to area **M1** of Kazmojen's fortress (see **Chapter Four**, below). When the iron lever is pulled down, the chains and pulleys lower the floor at a speed of 20 feet per round. Thus, it takes the elevator 10 rounds (1 minute) to reach area **M1**.

Creatures: Standing guard on the elevator are two hobgoblins dressed in banded mail and carrying longswords, javelins, and small steel shields.

Hobgoblins (2): hp 5 each; *Monster Manual* 119 except AC 18, touch 11, flat-footed 17.

Possessions: Banded mail, small steel shield, longsword, 4 javelins, pouch containing 1d10 × 10 sp and 1d10 × 5 gp.

Tactics: The hobgoblins fight to the death. However, a *charmed* hobgoblin can be persuaded to escort the PCs to Kazmojen; this requires a successful Bluff, Diplomacy, or Intimidate check (DC 15).

CHAPTER FOUR: KAZMOJEN'S BAZAAR

Two hundred feet below the gnomish enclave of Jzadirune lies the Malachite Fortress, a stronghold built by dwarves and gnomes to guard against incursions from the Underdark. When the gnomes abandoned Jzadirune, they left the dwarves to maintain the Malachite Fortress. Their leader, a righteous dwarven defender named Zenith Splintershield, foolishly decided to wage a campaign against the Underdark. He took his best fighting dwarves into the bowels of the world and was never seen again.

The half-dwarf Kazmojen came to the Malachite Fortress one year ago with a small force of hobgoblins, convinced the few remaining defenders to surrender, and incarcerated them. He has spent the past year building his slave trade business, fortifying his hold on the fortress, and cultivating a loyal clientele.

Not long after he began plundering Cauldron for worthy slaves, Kazmojen received a visit from Lord Vhalantru. The beholder agreed to let Kazmojen continue his raids in exchange for information on various "movers and shakers" in the Underdark. Kazmojen receives this information from many of his clients, among them a vile durzagon (half-fiend duergar) named Pyllrak Shyraat.

PCs who come to the Malachite Fortress must deal with Kazmojen, his hobgoblin allies, and the durzagon Pyllrak (who is interested in buying the four children plucked from the Lantern Street Orphanage). They also appear at an auspicious time, as Lord Vhalantru himself appears to claim the young boy Terrem, whose destiny lies elsewhere. . . .

THE MALACHITE FORTRESS

The walls, floors, and ceilings inside the Malachite Fortress are carved from black stone and smoothly polished. The vertical surfaces cannot be climbed without the aid of climbing gear or magic (such as a *spider climb* spell).

Unless stated otherwise, all rooms and corridors in the Malachite Fortress are unlit. Most corridors have empty sconces along the walls (for torches), while most rooms have iron-wrought cages dangling from ceiling chains (for trapping fire beetles).

Unless stated otherwise, the ceilings in most areas are 20 feet high and vaulted.

Doors: The Malachite Fortress features three kinds of doors: strong wooden single doors with iron hinges and reinforcements, heavy iron doors with iron hinges, and stone secret doors. Assume doors are unlocked unless specified otherwise.

Secret doors blend almost seamlessly with the surrounding stonework, are soundproof, and require a successful Search check (DC 20) to locate. Secret doors have hidden hinges on one side or the other and are spring-loaded so that they close automatically unless held or wedged open.

Because the secret doors are soundproof, any Listen checks made to hear things on the other side of a closed secret door automatically fail.

Strong Wooden Door: 2 in. thick; Hardness 5; hp 20; break DC 25; good lock (Open Lock, DC 30).

Iron Doors: 2 in. thick; Hardness 10; hp 60; break DC 28; can be sealed shut with sliding iron bar (Disable Device, DC 26).

Stone Secret Door: 4 in. thick; Hardness 8; hp 60; break DC 28.

CAPTURED!

The PCs face many perils as they explore the Malachite Fortress, particularly if they raise a general alarm and bring all of the fortress's defenses down on them at once. At some point during the adventure, the PCs might be captured or knocked unconsciousness. In either case, the adventure doesn't end.

Once Kazmojen learns of the PCs, he views them more as commodities than threats. He would rather incarcerate them and sell them as slaves than simply kill and loot them. Captured PCs are dragged to area **M18** and imprisoned in individual cells, where they are held for days or weeks before an interested Underdark client arrives in search of new slaves. The PCs' mundane gear is stashed in area **M19**, while their more valuable treasures are added to Kazmojen's trove in area **M11**.

Food and water is passed to the PCs through the barred windows in their cell doors, but occasionally their jailers might haul one of them to the torture chamber (area **M22**) for an hour of pointless interrogation. If the PCs are unable to mount their own escape, days or weeks might drift by before fortune smiles on them. The half-elves Fario and Fellian might come to their rescue (see **Chapter One** for details), or the PCs might be sold in chains to Pyllrak Shyraat, a derro wizard, a barghest, or some other visiting flunky of a greater Underdark power. Once free of the Malachite Fortress, they might find freedom easier to achieve.

Malachite Fortress
To Underdark
M1
M2
M3
M4
M5
M6
M7
M8
M9
M10
M11
M12
M13
M14
M15
M15
M16
M17
M18
M19
M20
M21
M22
M23
M23
M24
M25
M26
M27
M28
M29
M30
M31
M32
M33
M34
1 square = 10 feet
WEST

KEY TO THE FORTRESS (AREAS M1–M34)

The following encounters are keyed to the map of the Malachite Fortress—Kazmojen's stronghold.

M1. ELEVATOR SHAFT

If the PCs use the elevator to descend this shaft, read or paraphrase the following text:

> The walls turn from bare gray stone to polished black malachite. After a minute-long descent down the dark shaft, the wooden floor shudders as it comes to rest, and the chains stop rattling.
>
> Above you, the shaft rises into darkness. The only exit from this room appears to be an iron-reinforced wooden door set into one wall.

A secret door in the south wall leads to area **M2**. PCs can ascend the shaft using the elevator (by pulling the lever in area **M2**). They can also clamber up the chains and use the nearby walls to brace their ascent (Climb check, DC 5) or ascend using magic.

M2. SECRET LEVER

> The secret door opens into a cold, dark room. An iron lever juts from an iron plate bolted to the eastern wall.

When the elevator is down, so is the lever. Shifting the lever into the "up" position causes loud grinding noises as iron winches hidden deep behind the walls prepare to hoist the wooden elevator floor in area **M1** back to the top of the shaft.

Two rounds after the lever is pulled up, the wooden floor in area **M1** begins ascending the elevator shaft, reaching area **J63** in 10 rounds. If the lever is pulled down, the floor starts to descend again.

M3. STONY GREETINGS (EL 2)

> The ceiling of this 20-foot-wide hall rises to an apex 20 feet overhead. The floor, walls, and vaulted ceiling are composed of smooth black stone that almost seems to absorb light. Two cylindrical iron cages, each one 5 feet tall and 2 feet wide, dangle from the ceiling by iron chains. The base of each cage hangs 5 feet above the floor.
>
> A strange sculpture stands in the middle of the hall between the two cages: a 5-foot tall column of roughly hewn gray stone covered with sharp protrusions. Four crystal-tipped appendages jut from the stony mass, each one pointing in a different direction.

The "strange sculpture" is the **Creature**. The empty iron cages were designed to hold giant fire beetles, which in turn provided the hall with illumination. Both cages are currently empty.

Creature: A stone spike guards this hall. One of the stranger creatures brought to the fortress by Kazmojen, it usually waits until intruders pass beyond the first iron cage before attacking. It does not attack if one or both hobgoblins from area **J63** accompany the party, instead passing itself off as an inanimate piece of décor.

Stone Spike: hp 25; *Monster Manual II* 191 or see the "Life's Bazaar" Web enhancement.

Tactics: The stone spike uses straightforward tactics, attacking with two of its crystal-tipped appendages and using Power Attack to bolster its damage against poorly armored foes.

Development: Sounds of combat in this area attract the attention of the fortress's major-domo, Xukasus (see area **M4** for details). Xukasus enters the hall 1 round after battle erupts.

M4. MAJOR-DOMO'S QUARTERS (EL 3)

> A putrid stench fills your nostrils. The rectangular chamber beyond is splattered wall-to-wall with filth, bile, bones, and other disgusting remains. Although the room contains no furnishings per se, some of the older refuse has hardened into a crude chair, and an iron chest rests half-buried in a small mound of dung in the southeast corner.

Among Kazmojen's loyal servitors is the repulsive Xukasus, an otyugh *polymorphed* into a gangly ogre by a magical trap. Xukasus lairs here, devouring his garbage, gathering waste from other areas of the fortress to replenish his supply, and haphazardly guarding the locked iron chest at the back of the room (see **Treasure** below).

Characters who explore the room or wade through the filth to reach the chest must succeed at a Fortitude save (DC 12) or contract filth fever (see the *Dungeon Master's Guide*, page 75, for details).

Creature: The vile Xukasus enjoys his new form. In combat, he wields an enormous filth-encrusted falchion (with which he has recently gained proficiency). Like all otyughs, Xukasus speaks Common, greeting intruders with the cheery catchphrase, "More carrion for my larder! Very nice."

Xukasus retains his otyugh statistics (including ability scores), his darkvision, and his scent special quality, but loses his improved grab, constrict, and disease special attacks. He wears mangy hide armor that stacks with his natural armor.

Xukasus retains his ogre form if slain. A successful *dispel magic* (DC 20) returns Xukasus to his true form.

Xukasus, Ogre (*polymorphed* otyugh): CR 3; Large giant (formerly Large aberration); HD 6d8+6; hp 33; Init +0; Spd 20 ft.; AC 21, touch 9, flat-footed 21; BAB +4; Grap +8; Atk +3 melee (2d6/18–20, ogre-sized falchion) or +3 ranged; Face/Reach 5 ft. across/10 ft.; SQ darkvision 60 ft., scent; AL N; SV Fort +3, Ref +2, Will +6; Str 11, Dex 10, Con 13, Int 5, Wis 12, Cha 6.

Skills: Hide +5, Listen +6, Spot +9. *Feats:* Alertness, Martial Weapon Proficiency (two-handed melee weapons).

Languages: Common.

Possessions: Hide armor, great falchion, iron key to locked iron chest (see **Treasure** below), iron key to all of the giant fire beetle cages in the fortress.

Treasure: The iron chest is locked (Open Lock, DC 30) and contains the following treasure:

- 5,990 cp and 2,248 sp (loose)
- 2 deep green spinels (worth 100 gp each)
- A fungi flask containing a *potion of cure moderate wounds*.

Ad-hoc XP Award: An otyugh is usually a CR 4 monster. However, Xukasus lost his otyugh special attacks. In his ogre form, he is considered a CR 3 encounter.

M5. SECRET CORRIDOR

This unlit, L-shaped corridor connects areas **M3** and **M28**. The hall enables fortress guards to move quickly between different areas of the stronghold.

M6. ZENITH'S HALL (EL 2 AND 3)

The ceiling in this square chamber rises to an apex 30 feet overhead. Great pairs of iron doors are set into opposite-facing walls, although only the northwest doors are sealed with a heavy iron bar.

Each corner of the room holds a 2-foot-tall stone brazier carved in the likeness of an ovoid creature with three stubby legs, three eyes, and three spindly arms spaced equidistantly around its pebbly body. Smoke issues from a gaping mouth atop the creature's "head." A dark, pungent haze fills the room.

A 9-foot-tall gray stone statue of a dwarven warrior stands before the southeast set of iron doors, facing northeast. The dwarf stares blankly forward, two glistening black gems embedded in his eyes, a spiked helmet resting atop his formidable brow. His armor bears graven glyphs, and a shield is slung over his back. His stony gauntlets rest on the handle of a stone greataxe etched with fiery patterns. The head of the weapon is planted firmly on the floor.

Draped over the statue is a mass of iron chains ending in nasty barbs, spikes, hooks, and blades. Some of them are coiled around the statue's arms and legs to keep them from sliding off.

Four hobgoblins stand guard here: two flanking each set of iron doors. Eyeholes in the northwest set of doors allow them and other creatures to peer into area **M7**. The iron bar that binds the northwest set of doors can be slid to one side with ease. The double doors are not otherwise locked.

The mass of chains coiled around the statue is another guardian placed here by Kazmojen, but it attacks only when specific conditions are met (see **Creatures**, below, for details).

The stone braziers look like xorns. The coals that burn in them are sprinkled with dried subterranean plants that exude a horrible stench when burned.

The statue depicts Zenith Splintershield, the noble dwarven defender who once commanded the fortress garrison. The gems embedded in its eye sockets are held in place with *sovereign glue* and can be easily removed with *universal solvent* is applied; prying them loose without applying magical solvent damages them and reduces their value to one-tenth normal. The gems represent the only **Treasure** to be found here.

Creatures: The four hobgoblins keep their eyes and ears open for Underdark visitors, escorting Kazmojen's clients from area **M7** to prearranged quarters (areas **M23**–**M24**) or their master's slave bazaar (area **M34**). The hobgoblins here attack any intruders who are not accompanied by a hobgoblin escort.

The mass of chains draped over the statue is an animated construct given to Kazmojen by a powerful Underdark wizard. The animated mass of chains stirs only if it or the statue is disturbed, or if Kazmojen himself commands it to attack. It moves by shambling across the floor.

Hobgoblins (4): hp 5 each; see area **J63** for statistics and possessions.

Animated Mass of Chains: CR 3; Large Construct; HD 4d10+15; hp 37; Init +0; Spd 20 ft. (can't run), climb 10 ft.; AC 14, touch 9, flat-footed 14; BAB +3; Grap +10; Atk +5 melee (1d8+3, 3 chain rakes); Face/Reach 5 ft. across/10 ft.; SA constrict 1d8+4; SQ hardness 10, construct traits; AL N; SV Fort +1, Ref +1, Will –4; Str 16, Dex 10, Con —, Int —, Wis 1, Cha 1.

Constrict (Ex): The mass of chains can attempt to grapple with one or more of its three chain attacks during any given round. It can only attempt to grapple Large creatures or smaller, and a grappled opponent takes 1d8+4 points of constriction damage each round the grapple is maintained.

Treasure: The two black sapphires set into the statue's eye sockets are worth 1,000 gp apiece intact.

Development: The southeast doors are designed to allow sound to pass through them; the guards in area **M21** hear sounds of combat emanating from this room and alert Kazmojen in area **M34**, but otherwise remain at their posts.

M7. ARCHED STONE BRIDGE

A stone bridge arches across a chasm. Thirty feet below lies a pool of still black water.

The stone bridge is secure and enclosed on each side by a 2-foot-high stone railing. Anyone who falls from the bridge lands in a 70-foot-deep pool of icy water. Mineral deposits have turned the water black, but the real danger comes from the water's cold temperature; see "Water Dangers" in the *Dungeon Master's Guide*, page 85, for drowning and hypothermia rules, if they become necessary.

The "stony black fangs" are harmless stalactites.

M8. TO THE UNDERDARK (EL VARIES)

A wide tunnel at the back of this dark, cold cavern slopes down into darkness. A small forest of stalagmites sprouts from the uneven floor, but the cavern otherwise appears empty.

The tunnel leads to a vast network of caverns called the Underdark. Underdark denizens such as Pyllrak Shyraat (see **M34**) travel this tunnel whenever they visit the Malachite Fortress to secure new slaves. What the PCs might find as they explore the Underdark is beyond the scope of this adventure. You can either indulge the PCs' curiosity or gently persuade

them to return to the Malachite Fortress.

Development: The way to discourage PCs from exploring too much of the Underdark is to make the perils great and the treasure sparse. Here are some possible threats the PCs might encounter during their initial explorations:

- A phantom fungus (EL 3)
- A stone "toll bridge" guarded by a stubborn and greedy earth mephit (EL 3)
- A roving group of four darkmantles, derro, grimlocks, or troglodytes (EL 4)
- A swarm of twelve giant fire beetles that crawl up from a natural pit (EL 4)
- A pair of hungry gricks (EL 5)
- Six goblins and their barghest leader (EL 5)
- A pair of roving carrion crawlers (EL 6)
- A cluster of three hungry minor xorns demanding tribute in the form of precious metals or gems (EL 6).

M9. GUARD BARRACKS (EL 2)

A hellish glow fills this room, emanating from a 2-foot-long beetle imprisoned in an iron-wrought cage suspended from the ceiling. Glands above the beetle's eyes shed the light, illuminating the sparse furnishings of this rectangular chamber. Four malachite slabs, each one covered with a pallet of greenish-black moss, juts from the walls. A wooden table stands in the middle of the room, surrounded by four chairs. The table bears four empty clay flagons and an iron cask.

This simply furnished chamber is occupied. The moss-covered slabs serve as beds for the guards stationed here.

Creatures: Four hobgoblins lair here. Two are awake and seated at the table, drinking mead from the iron cask. The other two are asleep on their beds, snoring loudly. The caged fire beetle presents no threat unless it is released, in which case it attacks a random target.

Hobgoblins (4): hp 5 each; see area **J63** for complete statistics and possessions.

Giant Fire Beetle: hp 4; *Monster Manual* 206.

Tactics: At the first sign of trouble, the alert guards grab their weapons and wake their sleeping comrades. The awakened guards spend another round gathering their gear and "shaking out the cobwebs" from having imbibed too much bad mead. The hobgoblins flank foes where appropriate.

M10. KAZMOJEN'S QUARTERS

This room is horridly appointed. The walls are carved with tall, narrow niches piled high with skulls, and the skinned hides of various monsters hang on the bare walls between them. A large chair made of monster skins stretched over a framework of bones stands in the middle of the room. A draconic skull surmounts the chair, empty eye sockets starting at you menacingly. Behind the chair, near the far wall, a bed of soft moss and fungi sprouts from a large heap of carrion. A few bones lie scattered around the bed.

Kazmojen sleeps on the bed of moss, fungi, and carrion and sits in the chair during private meetings with Lord Vhalantru and various sordid Underdark clients.

Kazmojen collects and displays the skulls and hides of past victims. The walls are adorned with the skinned hides of a basilisk, digester, displacer beast, ettercap, medusa, and salamander. The skulls are mostly goblinoid but also include a few gnome, dwarf, duergar, dark elf, grimlock, and troglodyte skulls. A hydra skull rests atop his "throne of skins and bones."

Characters searching the room find scattered bones, animal droppings, and long quills on the floor—all left by Kazmojen's pet howler.

Kazmojen keeps no valuables here. A secret door in the south wall leads to his hidden treasury (area **M11**).

M11. SECRET VAULT (EL 4 AND 2)

This 30-foot-square room has no other visible exits. In the middle of the chamber rest three padlocked chests, three casks brimming with coins, a small stone bowl filled with gems, a heap of armor, and two large shields used as trays to hold more coins. Various other trinkets and trophies add to the trove, including a gem-encrusted horn, an ornate walking cane, and an engraved golden gong hanging from an intricately sculpted wooden frame.

An iron lever juts from an iron plate in the south wall. The lever is current in the "down" position.

A mimic protects Kazmojen's trove, although its presence is not obvious (see **Creature**).

The three chests are locked (Open Lock, DC 25), and Kazmojen carries the keys. Closer inspection of the chests reveals that one is iron-bound and has handles on its sides for easy transport. Another is blackened by fire and has a toothy, crescent-shaped grin painted on its front in dried blood. The third has copper fittings, a dagger-shaped symbol carved into its lid, and a hidden **Trap**.

See **Treasure** for a full accounting of the room's precious contents.

The iron lever in the south wall controls the pit trap in area **J12**. When the lever is raised, the pit locks shut and is safe to cross.

Creature: A mimic has assumed the form of the gold gong and its wooden frame. Kazmojen's allies brought the mimic from Jzadirune (see area **J60**). It attacks anyone other than Kazmojen who approaches within 5 feet of the hoard.

Mimic: hp 52; *Monster Manual* 135.

Tactics: The mimic does not communicate or negotiate with the PCs. It fights until slain.

Trap: The chest with the dagger carved into its lid radiates moderate Evocation magic under the scrutiny of a *detect magic* spell. Anyone who opens the lid releases a spectral dagger that attacks the opener for 7 rounds before disappearing. The dagger cannot switch targets and otherwise behaves exactly as a *spiritual weapon* cast by a 7th-level cleric with 14 Wisdom.

Spiritual Dagger Trap: CR 2; +5 melee (1d4+2, spiritual dagger); lasts 7 rounds; Search (DC 22); Disable Device (DC 20).

Treasure: The iron-bound chest contains four large iron keys shaped like black demons resting on a bed of 4,225 sp. The keys do not open any doors in the Malachite Fortress but might prove useful elsewhere in the Underdark.

The scorched chest with the bloody smile contains 450 gp, a silver crescent moon pendant on a silver chain (worth 30 gp), and two *potions of darkvision*, all buried under a layer of worthless black iron coins.

The trapped chest contains hundreds of worthless glass beads. However, the beads can be poured over a 20-foot-square area, requiring any creature that moves across them at normal speed or faster to succeed at a Reflex save (DC 12) or fall prone.

Other treasures found here include the following:

- An oak cask containing 2,219 cp
- A fungal cask containing 696 sp and 1,451 cp
- An iron cask containing 522 gp and 900 sp
- A masterwork chain shirt (worth 250 gp)
- A Medium-size suit of masterwork studded leather armor (worth 175 gp)
- A mighty composite shortbow [+2] (worth 225 gp)
- A silvered two-bladed sword (worth 110 gp)
- A darkwood shield (worth 257 gp) holding 180 sp
- A large steel shield holding 362 cp
- An engraved stone bowl containing 19 gems: six chunks of blue quartz (worth 10 gp each), four carnelians (worth 50 gp each), four peridots (worth 75 gp each), two white pearls (worth 100 gp each), a pink pearl (worth 250 gp), and two aquamarines (worth 500 gp each). The gems' total value is 2,010 gp.
- An ivory horn set with bloodstones (worth 450 gp)
- An ash walking cane with a silver, angel-shaped handle (worth 55 gp), which unscrews to reveal a tiny compartment containing a *potion of cure moderate wounds* in a vial. The cane belongs to Coryston Pike (see area **M21**).

M12. TRAPPED ROOM (EL 2)

Located between two secret doors, this 10-foot square room contains a **Trap**.

Trap: The floor of this room is actually the lid of a 20-foot-deep spiked pit. It opens when the first character sets foot in the room. The pit's lid can be locked shut by raising the lever in area **M11**. The pit trap can be closed and the trap reset by raising and lowering the lever.

The character who trips the trap can avoid falling in the pit by succeeding at a Reflex save (DC 15).

Spiked Pit (20 feet deep): CR 2; 2d6 points of damage (fall) plus +3 melee (1d4 points of piercing damage, 1d4 spikes); Reflex save (DC 15) prevents fall; Search (DC 17); Disable Device (DC 17).

M13. ARCHED BRIDGE AND STATUES

An arched stone bridge connects to a 10-foot-wide causeway that spans one wall of a great cavern. Fused with the rough-hewn cavern walls are smooth walls of dull black stone, some with doors and windows set into them. A pair of 9-foot tall statues carved from white marble stand in alcoves on each side of a reinforced wooden door set deep into the west wall. The statues depict a male and female dwarf clad in armor, each of which brandishes an urgrosh.

The cavern plunges 30 feet below the level of the causeway, ending in a pool of still, black water.

The arched bridge leads to a door that opens into area **M34**. Opposite this door is another portal opening into area **M14**. The dwarf statues, though fearsome in stature and well crafted, are unremarkable.

Anyone who falls from the bridge or causeway lands in a 40-foot-deep pool of icy water. See "Water Dangers" in the *Dungeon Master's Guide* for drowning and hypothermia rules, if they become necessary.

Development: Loud noises in this cavern can be heard be the hobgoblin guards in areas **M9**, **M21**, and **M34**, who investigate the following round.

M14. AUTOMATON GUARDS (EL 5)

Illusory wall spells separate this room into a 10-foot-wide corridor with two chambers to the north and south . The *illusory walls* are represented as dotted lines on the map. Although the walls appear solid and real, touching them reveals their truly insubstantial nature.

Characters who enter this room from the north or south find themselves in a 20-foot-by-30-foot room bound by the *illusory walls*. They also see one of two automatons standing guard here (see **Creatures**, below).

The room contains no furnishings. Wooden levers protrude from iron panels bolted to the northwest and southwest walls. The levers are currently in the "up" position; pulling them down causes the stone blocks in area **M15** to sealing off the western cellblocks (areas **M16** and **M17**).

Creatures: Two hammerer automatons guard this chamber. One stands by the north lever, while the other stands beside the south lever. A rust monster damaged both constructs several years ago, and no one has bothered to repair them.

Hammerer Automatons (2): hp 25, 22; *Monster Manual II* 27 or see the "Life's Bazaar" Web enhancement.

Tactics: If someone other than Kazmojen, a hobgoblin, or an ogre enters this room, the automatons have instructions to pull down the levers, sealing off the western cellblocks. Once the levers have been pulled, the automatons attack intruders, striking from behind the *illusory walls*.

A hammerer attempts to grapple the nearest foe with its pincer. If it succeeds, it smashes the trapped victim with its hammer on subsequent rounds (no attack roll required) until the victim is dead or goes limp, at which point it releases its prey and seeks out its next target. A grappled character can trick the automaton into releasing its hold by using a full-round action to "play dead." A successful Bluff check (opposed by the

hammerer's Wisdom check) fools the hammerer into releasing its hold on its next action and choosing a new target. Presumably, the character playing dead falls prone at the start of the hammerer's turn.

Treasure: The "heart" of each automaton is actually a violet garnet (worth 500 gp). Finding it requires a successful Search check (DC 24).

Development: As long as all doors to this chamber remain closed, sounds of combat emanating from within the room cannot be heard in other areas.

Ad-hoc XP Award: Hammerer automatons are normally CR 4 monsters. However, these ones are already damaged and should be treated as CR 3 creatures.

M15. SLIDING BLOCKS

The corridors leading to the cellblocks (areas **M16** and **M17**) are 10 feet high. Recessed into the walls are two great blocks of malachite on stone rollers. The blocks fit the corridor perfectly, allowing only the slightest gap between it and the surrounding floor, walls, and ceiling.

When the levers in area **M14** are pulled, the blocks roll 10 feet to the east, effectively sealing off the cellblocks and trapping the prisoners within. Keeping a block from rolling into place requires a successful Strength check (DC 25); if the check fails, any creature in the space to be occupied by the block is pushed back 10 feet automatically.

A rolled block must be physically pushed back into its niche; this requires a successful Strength check (DC 25). Moving the block is a lot harder from inside the sealed-off cellblock, requiring a DC 30 Strength check.

Development: The stone blocks are a safety measure to prevent prison breaks.

M16. EMPTY CELLBLOCK

This corridor stretches for nearly a 100 feet, ending at a blank wall. In the east and west walls are several 6-foot-tall, 2-foot-wide iron doors with small barred windows at dwarven eye level and kept locked by iron bars. The iron doors are typical except for the 6-inch-wide, 3-inch-high barred windows set into them.

Each 10-foot-square cell contains an uncomfortable stone slab (actually a protrusion of the far wall), an iron chamber pot, a clay jug for holding water, and the occasional gnawed bone, chunk of dried bread, or piece of moldy cheese.

None of the cells is currently occupied.

M17. EMPTY CELLBLOCK

This cellblock is similar in configuration to area **M16**. No prisoners are currently kept here.

M18. CELLBLOCK

The layout of this corridor is identical to that in area **M16**. The difference here is that the PCs can hear faint whimpers from down the hall.

The cells are furnished similarly to the ones found in area **M16**. Attempting to unbar and open a cell door without attracting the attention of the guards in area **M20** requires a successful Move Silently check opposed by the guards' Listen checks.

Creatures: Four prisoners, all kidnapped townsfolk, are incarcerated in separate cells. They wear tattered and stained clothes, but any other possessions of possible value or use have been stored in area **M19**.

Krylscar Endercott (see below for statistics), a 24-year-old male human, remains impertinent and contentious despite a terrific beating given to him by his jailers. Not surprisingly, the scruffy, ornery, and obnoxious loudmouth remains an unsold commodity.

Deven Myrzal (Com1; hp 3), an 18-year-old male human, has lost all hope of being rescued and has endured special torment at the hands of his jailers, who have vowed to eat him if no one buys him as a slave.

Irruth Mercadi (Com1; hp 4), a 36-year-old female human, trembles quietly in a dark corner of her cell, imagining the various horrors that await her.

Jasper Drundlesput (Exp2; hp 6), a 74-year-old gnome, mumbles quietly to himself most of the time. He has used a sharp stone to carve mathematical formulas into the walls of his cell, mostly to pass the idle time.

Krylscar Endercott, Male Human War1: CR 1/2; Medium-size Humanoid (human); HD 1d8+3; hp 10 (currently 5); Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB +1; Grap +2; Atk +2 melee (1d3+1 subdual, unarmed strike) or +1 ranged; AL CG; SV Fort +2, Ref +0, Will –1; Str 13, Dex 10, Con 11, Int 10, Wis 8, Cha 11.

Skills: Climb +3, Intimidate +4, Swim +3. *Feats:* Weapon Focus (longsword), Toughness.

Languages: Common.

Tactics: Deven, Irruth, and Jasper are not much good in a fight, but Krylscar will swing a sword, a chair, or whatever else he can find to win his freedom. He rebukes authority and doesn't take orders well, however.

Development: These prisoners know they are not the only ones being held in the fortress. Four children were recently removed from their cells and taken to the auction chamber (area **M34**), and six other slaves have been put to work in the forge (area **M27**). The prisoners know how to get to both rooms from this cellblock.

Ad-hoc XP Award: Award the party 100 XP for each prisoner returned to Cauldron alive and 50 XP for each slain prisoner they return to the town for proper burial.

M19. PRISONER GEAR

Beyond the secret door lies a 20-foot-square chamber with a 10-foot-high ceiling. Two stone slabs jutting from the west wall bear a number of common items, from articles of clothing to daggers.

Prisoners detained in the cellblocks are stripped of all belongings; unnecessary clothing and other mundane equipment is stored here. PCs searching the tables find several bundled outfits, as well as vests, cloaks, belts, slippers, and boots. The room also contains some equipment taken from captured Underdark denizens, who are more likely to carry weapons and armor than city-dwelling folk; see **Treasure**, below, for details.

Treasure: Among the worthless clothing and personal effects, PCs find the following gear:

- A Small suit of studded leather armor
- A Medium-size bloodstained chain shirt
- A blood-encrusted short sword
- 2 longswords
- A leather bag of caltrops
- A 30-foot length of hemp rope
- 3 torches
- An empty backpack
- Any items worth 100 gp or less taken from captured PCs.

M20. JAILERS' QUARTERS (EL 1)

Moss pallets cover five malachite slabs that protrude from the walls of this rank chamber. A somewhat mistreated wooden table and four chairs stand in the middle of the room. A rack of javelins occupies the northeast corner.

The moss-covered slabs serve as beds for the chief jailer and his four subordinates—all hobgoblins. Only two hobgoblins are in the room at present, but the others are close by in area **M21**.

The weapon rack in the northeast corner holds 16 normal javelins.

Creatures: Two hobgoblins rest here. Although they are lying down, they are kept awake by the sounds of torture in area **M21**.

Hobgoblins (2): hp 5 each; see area **J63** for complete statistics and possessions.

Tactics: If anyone enters the room or if they hear loud noises in area **M13** or **M18**, the two hobgoblins grab their swords and shout for reinforcements. They like to flank foes in combat.

Development: Any disturbance in this room attracts the monsters in area **M21**, who appear 1 round later.

M21. TORTURE CHAMBER (EL 2)

Ghastly furnishings decorate this hellishly lit chamber. Glowing-hot coals fill the black belly of a 6-foot-diameter iron oven that dominates the room. Three branding irons lie half-immersed in the coals. Two iron cages hang from the ceiling on either side of the oven: One holds an enormous beetle with red-glowing glands, and the other holds a pile of bones and skulls. The latter cage hangs by a narrow window that looks out into a dark cavern. Against the south wall, a haggard woman sits in a tall, iron-wrought chair, metal clamps around her wrists, ankles, and neck.

Unless a disturbance lures them elsewhere, Kazmojen's chief jailer and two other hobgoblins lurk here. They are killing time by torturing one of their master's prisoners—an attractive middle-aged woman named Coryston Pike. Her shackles are held shut with iron pins, which can be easily removed to set her free.

The caged giant fire beetle poses no threat as long as it remains confined. The other cage contains bones from many different creatures, placed here to add to the décor.

Creatures: The chief jailer is an ebon-skinned hobgoblin with one arm named Zarkad; he impressed Kazmojen in battle despite his apparent infirmity. The other two hobgoblins are typical of their kind.

Coryston Pike gave up adventuring 13 years ago after a marauding troll tore her comrades to pieces and nearly did the same to her. She walks with a limp—a painful reminder of her encounter with the troll. If the PCs set her free, she assists them any way she can.

Giant Fire Beetle: hp 4; *Monster Manual* 206.

Hobgoblins (2): hp 5 each; see area **J63** for complete statistics and possessions.

Zarkad, Male Hobgoblin War2: CR 1; Medium-size Humanoid (hobgoblin); HD 2d8+2; hp 15; Init +1; Spd 30 ft.; AC 17, touch 11, flat-footed 16; BAB +2; Grap +4; Atk +4 melee (1d8/19–20, longsword) or +3 ranged (1d6, javelin); SQ darkvision 60 ft.; AL LE; SV Fort +4, Ref +1, Will +0; Str 14, Dex 13, Con 12, Int 10, Wis 10, Cha 12.

Skills: Hide –3, Intimidate +3, Listen +3, Move Silently –1, Spot +3. *Feats:* Alertness.

Languages: Goblin.

Possessions: Banded mail, longsword, 2 javelins, two *potions of cure light wounds*, pouch containing 15 gp and 88 sp.

Coryston Pike, Female Human Rog1/Sor2: CR 3; Medium-size Humanoid (human); HD 1d6+1 plus 2d4+2; hp 17 (currently 5); Init +2; Spd 20 ft. (limp); AC 12, touch 12, flat-footed 10; BAB +1; Grap +0; Atk +0 melee (1d3–1 subdual, unarmed strike) or +3 ranged; SA sneak attack +1d6; SQ trapfinding; AL NG; SV Fort +2, Ref +4, Will +3; Str 8, Dex 15, Con 13, Int 12, Wis 10, Cha 14.

Skills: Bluff +6, Concentration +5, Disable Device +6, Disguise +6, Gather Information +6, Hide +6, Knowledge (arcana) +3, Knowledge (local) +5, Move Silently +6, Open Lock +6, Sense Motive +4, Spellcraft +3, Tumble +6. *Feats:* Great Fortitude, Point Blank Shot, Precise Shot.

Spells Known (6/5; base save DC = 12 + spell level): 0—*daze, detect magic, mage hand, ray of frost, read magic;* 1st—*change self, magic missile.*

Languages: Common, Elven.

Ad-hoc XP Award: Award the party 150 XP if Coryston is returned to Cauldron alive or 75 XP if the PCs return her dead body to the town for proper burial.

M22. MAIN HALL (EL 2+)

The following boxed text assumes the PCs enter the hall from area **M6**:

> This dark hall widens to 20 feet and ends at a large set of iron doors. Two wooden levers are set into opposite walls on either side of the double doors. Ten-foot-wide passages branch to the east and west.

This hall is guarded and trapped. If the PCs enter the hall with a *charmed* hobgoblin escort, they are allowed to traverse the hall and knock on the doors leading to Kazmojen's auction chamber (area **M34**). If the PCs enter the hall unescorted, they are attacked.

Creatures: Two hobgoblin guards stand at the south end of the hall, on either side of the iron double doors leading to area **M34**. Their darkvision allows them to see the length of the hall.

Hobgoblins (2): hp 5 each; see area **J63** for complete statistics.

Possessions: Banded mail, longsword, longbow with 20 arrows, 4 javelins, pouch containing 1d10 × 10 sp and 1d10 × 5 gp.

Tactics: If they spot the PCs, the hobgoblins bang on the double doors and shout "Croleks!" ("Intruders!"), alerting the occupants of areas **M26** and **M34**. They then begin shooting arrows at the intruders.

On the second round, four hobgoblins from area **M26** enter the hall, stopping just short of the pit traps (see **Trap**, below). The two archers ready actions to pull down the levers, opening the pit traps when they think they can catch the most intruders.

The hobgoblins try to catch as many PCs as possible in the pit traps, then begin hurling javelins down at them. Once the levers are pulled, the two archers resume shooting arrows at PCs still in the hall proper.

Trap: The hall contains two 10-foot-by-20-foot pit traps. The pits open when the levers by the southern doors are pulled; the west lever opens the northernmost pit, and the east lever opens the southernmost pit.

Each pit is 10 feet deep and lined with spikes. Any PC standing on a pit when it opens must succeed at a Reflex save (DC 15) or fall in, taking damage from the fall and the spikes.

The inside walls of the pit are polished smooth and cannot be climbed without climbing gear.

The pit lids can be closed and locked by pulling up the levers, although the lids are heavy and take a round to close.

Spiked Pits (10 feet deep): CR 1; 1d6 points of damage (fall) plus +3 melee (1d4 points of piercing damage, 1d4 spikes); Reflex save (DC 15) prevents fall; Search (DC 17); Disable Device (DC 17).

Development: When they hear the call to arms, the two hobgoblins in area **M34** watch the battle unfold through tiny eyeholes in the southern set of double doors. If the hall guards are overwhelmed, the hobgoblins in area **M34** bar the double doors leading to that area and use a circuitous route (through areas **M29** and **M27**) to reach the interlopers. Kazmojen remains in area **M34**.

M23. GUEST QUARTERS

> An iron cage dangles from the ceiling in one corner of this room. Trapped inside the cage, a large beetle with glowing glands bathes the room in an infernal light. The room contains a pair of simple beds and a table with two chairs.

These two rooms are set aside for Kazmojen's clients. Neither room is currently in use.

Creature: If released, the caged beetle attacks the nearest creature.

Giant Fire Beetle: hp 4; *Monster Manual* 206.

Ad-hoc XP Award: PCs do not receive experience for releasing and killing the giant fire beetle.

M24. GUEST QUARTERS

Kazmojen reserves this room for special clients, but it is currently not in use. An empty iron cage dangles from the ceiling in one corner. The room's furnishings include a large bed, its corner posts shaped like dwarven sentinels. Three cots, a table, and four chairs fill out the décor.

M25. PYLLRAK'S QUARTERS (EL 2)

> An iron cage dangles from the ceiling in one corner of this rectangular chamber. Trapped inside are two enormous beetles that shed a hellish light. The room's furnishings include a large bed covered with animal hides, its corner posts shaped like dwarven sentinels. Next to the bed sits an iron trunk with claw-shaped feet and four chains bolted to its sides. Two horrid blobs of flesh assume vaguely humanoid forms nearby and begin shambling toward you.

Pyllrak Shyraat, one of Kazmojen's best clients, claims this room as his own.

The iron chest is locked (Open Lock, DC 25) and contains Pyllrak's supplies and personal effects (see **Treasure**, below). The four chains attached to the chest end in shackles; Pyllrak has keys for the shackles, which he uses to bind his slaves during long treks through the Underdark.

Creatures: The two "horrid blobs of flesh" are Pyllrak's lemure thralls. They have orders to attack anyone other than Pyllrak who enters the room.

Lemures (2): hp 11, 8; *Monster Manual* 48.

Treasure: Pyllrak's locked trunk contains the following items:

- An explorer's outfit
- A bedroll
- A jug of wine
- A full waterskin
- 4 spare sets of manacles (worth 15 gp each)
- 4 small empty sacks
- 2 *potions of cure light wounds.*

M26. MAIN BARRACKS (EL 2)

The door to this room is slightly ajar, allowing the guards within to hear cries of alarm in area **M22**.

These barracks, which hold four rows of iron-wrought bunkbeds, can accommodate 32 guards, although only half that many hobgoblins sleep here. The bunks are sized for dwarves, much to the hobgoblins' chagrin. Two empty iron cages hang from the ceiling.

Creatures: Four hobgoblins rest here, their weapons leaning against their bunks or lying on the floor nearby. They respond quickly to cries of alarm or sounds of battle in area **M22**.

Hobgoblins (4): hp 5 each; see area **J63** for complete statistics and possessions.

M27. FORGE (EL 3)

PCs who listen at the west or south door can hear the sounds of a roaring fire and hammers striking metal. The north secret door is soundproof.

This smithy is unpleasantly warm and filled with the stench of hot metal and ash. A blazing forge dominates the east wall, flanked by malachite caryatids depicting dwarven metalsmiths. In front of the hearth rests a 10-foot-wide, 20-foot-long slab of gray stone surmounted by two black anvils. Barrels of water and metalsmithing tools rest nearby.

Two cylindrical iron cages, each one 5 feet tall and 2 feet wide, dangle from the ceiling by iron chains. The bottoms of the cages hang 5 feet above the floor, and the giant fire beetles locked within them shed a lurid orange glow.

Atop the slab, a female dwarf and three goblins hammer away at pair of newly forged javelins while two halflings sit on the floor nearby, linking together tiny chains for what will ultimately become a suit of armor. The dwarf and halflings have manacles binding their ankles. Supervising them are four armored hobgoblins.

Dwarves used the forge to craft armor and weapons, and Kazmojen has just begun using the room for a similar purpose. His slaves are not well trained in the art of metalsmithing, however, and progress has been slow.

One of the hobgoblins carries the key that unlocks the slaves' manacles. Otherwise, the manacles must be picked, smashed, or magically opened.

Iron Manacles: Hardness 10; hp 10; break DC 26; Escape Artist (DC 30); Open Lock (DC 25).

Creatures: The four hobgoblins are tired of watching the slaves work. The loud hammering and roaring fire prevent them from hearing cries of alarm elsewhere in the fortress.

The three goblins fight alongside the hobgoblins. If all of the hobgoblins are slain, the goblins surrender. They can be goaded into helping the PCs, but they remain untrustworthy and turn against the PCs to save their skins.

The dwarf and halflings are Cauldron townsfolk. They wear tattered clothes, but any other possessions of possible value or use have been stored in area **M19**.

Sondor Ironfold (Com1; hp 4), a 127-year-old female dwarf, she came here with her husband, who was sold away four weeks ago. She has felt alone ever since.

Jeneer Everdawn (Com1; hp 2; Appraise +4), a 42-year-old male halfling, is delirious with fear. Red rings around his eyes attest to the nightmares that consume his sleep.

Maple (see below for statistics), a 32-year-old female halfling, constantly looks for a way to escape captivity. Escape and self-preservation are always foremost in her mind. She also speaks Goblin, so she secretly knows what her captors are saying.

If released from their cages, the giant fire beetles attack nearby targets indiscriminately.

Hobgoblins (4): hp 5 each; see area **J63** for complete statistics and possessions.

Goblins (3): hp 4 each; *Monster Manual* 107.

Maple, Female Halfling Rog1: CR 1; Small Humanoid (halfling); HD 1d6+1; hp 5; Init +7; Spd 20 ft.; AC 14, touch 14, flat-footed 11; BAB +0; Grap –5; Atk +0 melee (1d2–1 subdual, unarmed strike) or +4 ranged; SA sneak attack +1d6; SQ trapfinding; AL N; SV Fort +2, Ref +6, Will +0; Str 8, Dex 17, Con 12, Int 13, Wis 8, Cha 14.

Skills: Appraise +3, Climb +1, Disable Device +7, Escape Artist +7, Hide +11, Jump +1, Listen +3, Move Silently +9, Open Lock +7, Pick Pocket (Sleight of Hand) +7, Search +5, Tumble +7. *Feats:* Improved Initiative.

Languages: Common, Goblin, Halfling.

Giant Fire Beetles (3): hp 4 each; *Monster Manual* 206.

Ad-hoc XP Award: Award the party 100 XP for each townsperson returned to Cauldron alive, or 50 XP for each dead NPC returned to the town for proper burial.

M28. SECRET ARMORY

Dozens of forged weapons are neatly arrayed on four wrought-iron weapon racks standing in the middle of this floor. Pushed against the east wall are two tables covered with suits of armor.

Treasure: Characters who search this room find the following equipment:

- 2 Medium-size chain shirts (worth 100 gp)
- 2 Medium-size suits of banded mail (worth 250 gp each)
- A Medium-size suit of half-plate (worth 600 gp)
- 2 spiked gauntlets (worth 5 gp)
- A masterwork greataxe (worth 320 gp)
- 15 shortspears (worth 1 gp each)
- 10 throwing axes (worth 8 gp each)
- 10 handaxes (worth 6 gp each)
- 5 battleaxes (worth 10 gp each)
- 5 heavy picks (worth 8 gp each)
- 4 warhammers (worth 12 gp each)

M29. DINING HALL

The dining hall is currently unoccupied, although the hobgoblin garrison gathers here every 24 hours to partake in a feast served

by their enslaved cooks (see area **M33**). They seat themselves on benches around the four long tables, which are littered with empty tankards, smashed pottery, and moldering scraps of food.

M30. COOKS' QUARTERS

The cooks (see area **M33**) sleep here and have neither valuables nor a place to hide them. The room holds only three cots atop a gray, stained rug.

M31. LARDER

Four slabs of meat hanging from hooked chains are the skinned, dried corpses of four Medium-size monsters: a giant lizard, a krenshar, a hunting bat, and a snake. These dead remains will eventually be cooked and served up to Kazmojen and his garrison.

M32. PANTRY

Characters who search the jugs, flasks, pots, casks, and sacks on the stone shelves find various edible foodstuffs purchased from Underdark traders. Most of the food consists of edible fungi, mold, small vermin, and ale.

Treasure: Exotic Underdark spices and seasonings fill bottles along the shelves. Characters can collect 15 bottles of exotic spices (worth 2 gp each).

M33. KITCHEN (EL 1)

This sparsely appointed kitchen has a stone hearth set into the southeast corner, a worktable in the middle of the room, and some shelves carved into the west wall. The table bears many pots and utensils, and clay dishware clutters the shelves.

The kitchen contains little of value but is usually occupied.

Creatures: Gryffon Malek (Com1; hp 4), a 33-year-old human barkeeper from Cauldron, serves as Kazmojen's head cook. He wormed his way into the position to avoid Kazmojen's slave auction. In exchange for his loyal service, he gets to sleep in a cot instead of a cell, and he gets to eat warm leftovers instead of cold ones. On the downside, he must work with two goblin assistants who can't tell the difference between a fork and a spoon.

Goblins (2): hp 4 each; *Monster Manual* 107.

Tactics: The hobgoblins have instructed the two goblins to watch Gryffon and test the food he cooks to make sure it's not poisoned. The goblins are bullies who yield when injured or faced with certain death.

If presented with a no-fail plan of escape, Gryffon agrees to accompany the PCs. However, if his so-called "saviors" fail to present a viable plan of escape, Gryffon would rather stay here than risk Kazmojen's ire. Convincing him to accompany the PCs requires a successful Bluff, Diplomacy, or Intimidate

check, with a +2 circumstance bonus if his friend Krylscar (see area **M18**) is present.

Ad-hoc XP Award: Award the party 100 XP if Gryffon is returned to Cauldron alive or 50 XP if the PCs return his dead body to the town for proper burial.

M34. SLAVE BAZAAR (EL 6+)

The northern double doors leading to this room have small eyeholes set into them, allowing Kazmojen's hobgoblin guards to keep abreast of events in area **M22**. The shutters for the eyeholes can be closed and locked from the south side.

If the guards in area **M22** raise a general alarm, Kazmojen orders the two hobgoblin guards in this room to slide an iron bar across the northern double doors, sealing them. He then sends the guards through areas **M29** and **M27** to deal with the intruders (see area **M22** for details).

If the PCs reach this chamber with the aid of a *charmed* hobgoblin escort (and without raising a general alarm), they are allowed inside.

Four malachite pillars support the 20-foot-high ceiling of this grand chamber. Hanging from an iron brace mounted near the top of each pillar is a cylindrical iron cage containing a giant beetle that sheds an infernal orange light.

The southern half of the chamber rises 5 feet, and a wide black staircase leads up to the raised floor. Just past the top of the stairs, an 8-foot-tall iron post erupts from the floor. Iron shackles hang from the top of the post, secured to which are three children—a dwarf boy and two human girls. Five narrow windows carved into the south wall stand open to the darkness beyond.

A 5-foot-tall muscular figure clad in black plate armor stands on the staircase, his face hidden behind a visor. In one gauntlet, he clutches a wicked dwarven urgrosh. In the other, he grasps a chain ending in an iron ring clamped around a human boy's neck. Behind him, crouched at the top of the stairs, looms a slavering, bestial hound bristling with quills.

The black-clad knight is haggling with a creature that looks like an ash-skinned dwarf with sharply pointed ears and yellow eyes. He wears robes encrusted with mold, holds out a bone box filled with coins, and looks at you with utter disgust.

Deakon Stormshield, Evelyn Radavec, and Lucinda Aldreen (hp 3, 3, 2) are shackled to the slave post. Kazmojen (the figure in black armor) carries the keys to their shackles. He holds the shackles of the fourth prisoner—Terrem Kharatys (hp 4)—so that his client can inspect the boy more closely.

Terrem Kharatys bears a hidden mark on his left cheek: a Carcerian Sign. The birthmark is naturally (not magically) invisible and can be seen using a *see invisibility* or *true seeing* spell. Terrem is one of the Shackleborn (see **Campaign Seed: The Shackleborn** for details).

Kazmojen's client is a durzagon (a half-duergar/half-barbazu devil) named Pyllrak Shyraat. Pyllrak (the ash-skinned figure) specifically requested child slaves because they are easier to subjugate and less likely to revolt. However, something about Terrem unnerves Pyllrak, although the durzagon can't put his finger on it. He has already negotiated a fair price for the other three children; the bone box he carries contains his offer.

Iron Shackles: Hardness 10; hp 10; break DC 26; Escape Artist (DC 30); Open Lock (DC 25).

Creatures: Kazmojen was the product of a mad wizard's experiment at crossbreeding a male dwarf with a female troll. See the *Fiend Folio* for more information on the half-troll template.

Lacking strong parental guidance as an ugly youth, Kazmojen quickly learned the three rules of survival in the Underdark: Never buy food from a stranger, never take your eyes off your traveling companions, and never let anyone see you cry. His troll heritage also reinforced a general loathing of acid and fire.

Kazmojen found Prickles, his juvenile howler companion, on an Underdark expedition. He treats Prickles better than all of his other servants combined and becomes positively enraged if Prickles is slain.

The other occupants of the room include a pair of hobgoblin sentries (who stand guard just inside the northern double doors), Pyllrak, and the four kidnapped children.

Kazmojen, Male Half-dwarf/Half-troll Ftr4: CR 5; Medium-size Giant; HD 4d10+24; hp 50; Init +1; Spd 15 ft.; AC 23, touch 11, flat-footed 22; BAB +4; Grap +9; Atk +10 melee (1d8+7/×3, masterwork dwarven urgrosh axe), or +6 melee (1d8+7/×3, masterwork dwarven urgrosh axe) and +2 melee (1d6+4/×3, masterwork dwarven urgrosh spear), or +9 melee (1d6+5, bite) and +4 melee (1d4+2, 2 clawed gauntlets), or +5 ranged (1d6, throwing axe); Face/Reach 5 ft. across/10 ft.; SA rend 2d4+7, improved reach (10 ft.), +1 racial bonus on attack rolls against goblinoids and orcs; SQ see below; AL LE; SV Fort +10, Ref +4, Will +4; Str 20, Dex 12, Con 22, Int 8, Wis 13, Cha 6.

Skills: Intimidate +5. *Feats:* Cleave, Iron Will, Power Attack, Weapon Focus (dwarven urgrosh), Weapon Specialization (dwarven urgrosh).

Languages: Common, Dwarven, Giant.

Possessions: Full plate, great helm with visor, masterwork dwarven urgrosh, 4 throwing axes, pouch containing 180 gp and three keys (to the chests in area **M11**).

Special Qualities: To simplify Kazmojen's stat block, his special qualities are summarized below:

- Darkvision (60 feet)
- Regeneration 2 (cannot regenerate damage from acid or fire attacks)
- Scent (see the *Monster Manual*, page 10, for details)
- +2 racial bonus on Search checks to notice unusual stonework
- +4 bonus on saves to resist bull rushes and trip attacks when standing on ground
- +2 racial bonus on saves against poison, spells, and spell-like effects
- +4 dodge bonus to AC against giants.

Prickles, Juvenile Howler: CR 3; Large Outsider (chaotic, evil, extraplanar); HD 4d8+8; hp 33; Init +7; Spd 60 ft.; AC 17, touch 12, flat-footed 14; BAB +4; Grap +13; Atk +8 melee (2d8+4, bite), +3 melee (1d4+2, 1d4 quills); Face/Reach 10 ft. across/5 ft.; SA quills, howl; AL CE; SV Fort +6, Ref +4, Will +6; Str 19, Dex 17, Con 15, Int 6, Wis 14, Cha 8.

Skills: Climb +8, Hide +6, Listen +9, Move Silently +6, Search –1, Spot +9. *Feats:* Alertness, Improved Initiative.

Pyllrak Shyraat, Male Durzagon: hp 32; *Monster Manual II* 124 or see the "Life's Bazaar" Web enhancement.

Possessions: Small bone box containing 180 gp, bag of holding (Type 1) containing 4 torches, 4 tindertwigs, a 50-foot length of hemp rope, a *potion of cure moderate wounds*, and a *potion of alter self*.

Hobgoblins (2): hp 5 each; see area **J63** for complete statistics and possessions.

Giant Fire Beetles (4): hp 4 each; *Monster Manual* 206.

Tactics: Kazmojen is busy pushing the sale of the fourth child, Terrem, and becomes quite annoyed if the PCs interrupt his "negotiations." Still, he's curious to know why the PCs have come to his stronghold and allows them to speak before deciding whether to kill them, capture them, or trade with them.

Although his inherited his evil ways from his troll mother, Kazmojen also inherited his father's lawful nature. He has agreed in principle to give Pyllrak three of the children (Deakon, Evelyn, and Lucinda) for 50 gp each and is currently offering to sell Terrem "at a discount" (30 gp). The PCs are free to "bid" on Terrem, but the other children are off limits as long as Pyllrak Shyraat is alive.

If the PCs threaten Kazmojen or attempt to take the children by force, Kazmojen orders Prickles to attack and hurls one of his throwing axes at the insolent PCs. He then wades into melee with his urgrosh, leaving Terrem unguarded by the stairs. Kazmojen's long, troll-like arms give him a 10-foot reach. If disarmed, he uses his sharp teeth and clawed gauntlets to rend foes. Prickles' desperate howls are loud enough to be heard by every living hobgoblin in the fortress (but not Xukasus in area **M4**), and they quickly converge on the auction chamber.

The round after combat erupts, Pyllrak turns invisible and tries to stay out of harm's way. If either Kazmojen or Prickles falls in battle, Pyllrak flees the room (using *darkness* to mask his exit, if necessary) and returns to his quarters (area **M25**) to gather his belongings. He then vacates the fortress with his lemure minions.

Unlike Kazmojen, Pyllrak has no taste for blood. If the PCs challenge him for ownership of the children, Pyllrak backs down, agreeing to their demands provided he receives "compensation" in the form of 450 gp worth of coins or magic items (which he expects the PCs—not Kazmojen—to pay). A successful Bluff, Diplomacy, or Intimidate check (DC 14) persuades him to reduce the amount, although he won't go lower than 150 gp.

PCs can negotiate for Terrem. Pyllrak does not protest when Kazmojen offers to sell the boy for 100 gp. PCs can haggle over the price, although Kazmojen is already mad at them for "arriving unannounced." A successful Bluff, Diplomacy, or Intimidate check (DC 18) persuades Kazmojen to drop his price by as much as half (50 gp).

Development: Three rounds after the PCs enter the chamber, Lord Vhalantru of Cauldron appears to take Terrem into his custody. If Kazmojen lives, the beholder makes him "a fair offer." If the half-dwarf slave trader is slain or otherwise unable to negotiate, Vhalantru makes a similar offer to the PCs. Proceed to "Vhalantru's Offer," below.

Ad-hoc XP Award: Award the party 50 XP per child returned safely to the Lantern Street Orphanage in Cauldron, or half that amount for each dead child brought back to the town for proper burial.

Do not award experience for Pyllrak Shyraat unless the PCs defeat him in combat.

VHALANTRU'S OFFER (EL 18)

Three rounds after the PCs' enter area **M34**, the beholder Vhalantru appears in the middle of the chamber, courtesy of a *teleport* spell cast by an invisible wizard with him. You may shorten or delay their arrival, provided they appear before the PCs leave the chamber.

Read or paraphrase the following text when Lord Vhalantru appears:

> Suddenly, an enormous spherical creature appears in the middle of the room. It has a stony hide, a large central eye, a toothy maw, and a crown of writhing eyestalks. It fixes its many eyes upon you and begins to speak in Common.

If one or more PCs can see invisible creatures, they also see a lithe figure standing next to the beholder: a flying human woman wearing black robes and a tall black headdress, her face concealed behind a dark veil. In one hand she clutches a slender crystal wand, and around her neck she wears a pendant shaped like a tiny silver cage.

If Kazmojen lives, Vhalantru addresses him directly. Otherwise, the beholder speaks to whoever seems to be in charge.

> "I have come for Terrem Kharatys. That boy should not have been taken from Cauldron. I intend to see that he is safely returned to his orphanage. You can keep the others. They are of no consequence. Come, Terrem—you will be safe with me."

Creature: Vhalantru can annihilate a low-level group of adventurers, but he has no interest in harming the PCs. Once Terrem is handed over, Thifirane *teleports* all three of them away using a scroll.

Vhalantru, Beholder: hp 66; *Monster Manual* 24. He currently has the benefits of a *stoneskin* spell.

Thifirane, Female Human Tra10: CR 10; Medium-size Humanoid (human); HD 10d4+10; hp 37 (57 with *bear's endurance* spell); Init +6; Spd 30 ft.; AC 14, touch 14, flat-footed 12 plus *shield* spell; Atk +5 melee (1d4/19–20, dagger) or +7

ranged; AL NE; SV Fort +4, Ref +5, Will +9; Str 10, Dex 14, Con 12, Int 17, Wis 14, Cha 8.

Skills: Concentration +14, Decipher Script +16, Knowledge (arcana) +16, Knowledge (history) +16, Knowledge (the planes) +16, Spellcraft +16. *Feats:* Brew Potion, Combat Casting, Craft Wondrous Item, Improved Initiative, Scribe Scroll, Spell Focus (Evocation, Transmutation), Spell Penetration.

Spells Prepared (4/5/5/4/3/2; base save DC = 13 + spell level): 0—*detect magic, flare*†, *light, read magic;* 1st—*burning hands*†, *cause fear, magic missile, shield**; 2nd—*bear's endurance**, *invisibility**, *knock, mirror image, see invisibility**; 3rd—*displacement, fly**, *lightning bolt*†, *slow*†; 4th—*Otiluke's resilient sphere*†, *shout*†, *stoneskin* (cast on Vhalantru); 5th—*teleport, wall of force.*

*This spell has already been cast; it is in effect when Thifirane appears.

†Evocation or Transmutation spells. The base save DC for these spells is 15 + spell level.

Forbidden Schools: Conjuration, Enchantment.

Languages: Abyssal, Common, Draconic, Infernal.

Possessions: +2 *ring of protection, crystal wand of magic missile* (7th-level caster; 32 charges), arcane scroll of *dispel magic,* scroll of *teleport* (cast at 10th level), dagger, silver cage pendant (worth 15 gp), pouch containing 50 pp.

Tactics: Vhalantru does not divulge his name, and does not feel compelled to answer any of the PCs' questions. If they do not surrender Terrem into his custody, the beholder takes the child by force. He can tell that the PCs are relative weaklings and abstains from using his lethal rays, instead using his *charm person, fear,* and *sleep* rays.

Although she thinks it's a mistake to let the PCs live, Thifirane follows Vhalantru's lead and refrains from killing anyone. She uses *Otiluke's resilient sphere* and *wall of force* spells to trap aggressive PCs and *shout* to deafen enemy spellcasters. Otherwise, she prefers to use her wand, which fires four *magic missiles* per round.

Vhalantru offers to pay Kazmojen 50 pp for his trouble, at which point the veiled woman yields a pouch filled with coins. The beholder offers the same amount to the PCs if they're in control.

If Terrem dies before Vhalantru can claim him, the beholder tries to claim Terrem's body so that the boy can be *raised.*

Development: The PCs have little hope of "saving" Terrem from the beholder. The best they can hope for is to return Deakon, Evelyn, and Lucinda safely to the orphanage. Assuming they make it to the orphanage, they discover that Terrem has been returned unharmed. The orphanage headmistress knows only that a mysterious woman wearing a dark veil escorted Terrem to the doorstep, then quickly departed. Terrem did not recognize the woman, nor did he think to ask her name.

If Kazmojen is still alive after Vhalantru departs, he refuses to impart any information about the beholder. Even if a PC successfully *charms* him, he declines to speak of the beholder, believing that Vhalantru would find out and kill him. If Vhalantru arrived in the middle of a battle, Kazmojen is no friendlier toward the heroes after the beholder departs. He raises his urgrosh, and says, "The deal is done! Now, you die."

THE END IS THE BEGINNING

To complete the adventure successfully, the heroes must survive the perils of the Malachite Fortress and return Deakon, Evelyn, and Lucinda to the Lantern Street Orphanage alive. Getting back to the surface might be difficult, but the PCs can count on aid from one or more NPCs, including Fario Ellegoth, Fellian Shard, and any of the townsfolk they rescued from Kazmojen's stronghold.

The church of St. Cuthbert pays the characters the promised 2,500 gp if all four orphans are returned unharmed. In addition, Jenya puts in a word with the office of the Lord Mayor, recommending that the PCs be granted an audience at some time in the near future to be commended for their deeds and offered future employment. The church reduces the amount by 500 gp per child slain or sold and not safely brought back to the orphange. Jenya still recommends the PCs to the Lord Mayor, but not with the same feeling or commendations. She has no hard feelings toward the PCs; she just feels that an incomplete job is not what she promised to compensate.

Although the adventure is over, the campaign is just beginning. If your PCs haven't quite reached 3rd level by the end of "Life's Bazaar," run them through a short module, like issue #92's "Hollow Threats" or a scaled-down version of this issue's "Blind Man's Bluff" to prepare them for the second installment of the Adventure Path series, which will appear in issue #98. The PCs have now met some key players in the unfolding drama. The question becomes whether they can survive even greater perils awaiting them in the Shackled City! Of course, this remains to be seen. . . . Ω

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DEMONBLADE

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Magic Items Monsters NPCs Objects Settlements Traps

"*Demonblade*" is a D&D adventure suitable for a party of four 16th-level characters. No classes are specifically required, but paladins and clerics of good alignment will find many roleplaying opportunities in the course of the adventure. Although this module is written to take place in the Kingdom of Kesh, on the continent of Regenar, you should have no trouble altering the setting to take place anywhere in your existing campaign world. Characters can expect to advance as much as one level in the course of the adventure.

BACKGROUND

One thousand years ago, the Necrolord Solus the Fallen created the *demonblade* to help him conquer all the known lands. The forging took more than five years, and the completed blade was darker than midnight and deadlier than a dragon's wrath. To complete this sword of darkness, Solus summoned a powerful balor named Thaylak and bound its spirit to the blade, granting the blade and its wielder the powers of Hell.

Eventually, Solus and his legions were defeated by the Dragonmaster Akaris and the weapon was lost in the depths of history. Some now say that the blade is no more than a legend.

Five years ago, in the Kingdom of Kesh in the town of Manderaun, a young and overly ambitious lord named Tathos funded a large scale search for the legendary *demonblade*. Although born to a wealthy house, Lord Tathos Vandal was far from content with his station in life. More than anything, he desired the power that the *demonblade* was said to bestow upon its wielder. Like a madness, this desire consumed him. For years he poured his resources into the quest, oblivious to the draining of his coffers.

Nearly one month ago, Tathos's persistence paid off, as a lone rider named Naythan returned to Castle Manderaun carrying a bundle wrapped thickly in cloaks. Pale of face, the rider explained that he and half a dozen other men had found the *demonblade*. He told how their commanding officer, Captain Kyndrik, carried the blade on the beginning of their return trip. One night, a madness took hold of him and he slit his own throat. Their next in command, Lieutenant Jaff, then took possession of the sword. A few days later, he too went mad and attacked the group, killing the entire company except Naythan, who managed to finish the former officer first. Convinced that it was the cursed sword that killed his comrades but unable to forgo his duties, Naythan wrapped it in his companions' cloaks and, after giving them all proper burials, hurried home.

Naythan presented the *demonblade*—still wrapped tightly in cloaks—to his lord, who looked upon the bundle with greed in his eyes. Naythan begged Lord Tathos to destroy the blade, but Tathos heard nothing as he unwrapped his prize.

A month later, all contact with Lord Tathos and Castle Manderaun has ceased, and rumors are whispered of dark shapes prowling his borders at night. All trade with the keep has stopped, and no one who has entered has returned. . . .

Solus was indeed powerful and able to conquer the demon Thaylak and bind him to his will. Lord Tathos was no such man. Within a week, Thaylak devoured Tathos's mind and took control of his body. Unlike the wielders before him, Thaylak was able to prevent him from simply going mad, for Thaylak could only bind himself to another evil soul.

As each day passed, more of Thaylak's essence was poured into Tathos's body and the closer he became to being free. Lord Tathos's lands were cursed by the *demonblade's* mere presence, and all manner of foul and evil creatures were drawn to the weapon.

ADVENTURE SYNOPSIS

Since Tathos was finally subsumed by Thaylak, Manderaun has become a ghost town plagued by these creatures, as well as some lesser demons that Thaylak has called. Thaylak's minions roam the countryside, taking anyone

unlucky enough to enter the realm back to Castle Manderaun, where Thaylak sacrifices them to bring even more of his demon kin to the earth to serve him (see Thaylak's entry).

Upon arriving in Lord Tathos's land, the PCs are attacked by a group of Thaylak's "collectors." After defeating them and traveling to Manderaun, they discover the fate of the cursed land and learn the events leading to its downfall from a few survivors. From this point it is obvious to the PCs that the source of evil stems from the castle. There they learn the truth about the *demonblade*, face the growing horde of demons and monsters, and ultimately come face to face with a recently released Thaylak, who doesn't intend on allowing a pesky group of adventurers to rescind his newfound freedom.

FOR THE PLAYERS

Kesh is a small southern kingdom located on the much larger continent of Regenar. Once a province of the mighty Aluvian Empire, Kesh has since won its freedom and established a monarchy of its own. Kesh is bordered to the south by the Azurian Sea and to the north by the Chechan Mountains. It is near the foothills of these mountains where Lord Tathos's lands are located, and it is as the characters enter this land that the adventure begins.

ON THE ROAD (EL 15)

The PCs begin on the road traveling to Manderaun. Perhaps they have heard the strange rumors regarding Tathos's lands, or perhaps business of their own draws them there.

When the PCs are a day or so out from Manderaun, read or paraphrase the following:

> You have been traveling on the road to Manderaun for the better part of the day and feel ever more grateful as the town draws nearer. About a mile ahead, the hilly, grassy land gives way to rocky foothills, where the town is said to rest. Towering beyond those hills are the great Chechan Mountains, which seem to climb forever up toward the darkening skies.
>
> A cold, bitter wind heralds the coming of night. As the cold sinks into your bones, you reflect on how odd it is that your company has met not even one other traveler during your day's journey. Although Manderaun is not a large town and is somewhat remote, it still receives a fair amount of trade. Surely you should have seen at least one other traveler today.
>
> A light rain begins to fall, driven by a harder wind. It soon becomes a downpour accompanied by a flash, followed soon after by thunder. In moments, the dry dirt road turns to mud and you are drenched.
>
> Another flash illuminates dark shapes on the road ahead, about 20 yards distant. The flash must have alerted the shapes to your presence as well, for through the driving rain you can see nearly a dozen mounted riders charging straight at you.

Creatures: This group of nine riders are some of Thaylak's collectors. They scour Tathos's lands, searching for survivors or trespassers. They try to capture any they find and bring them back to Castle Manderaun. They first attack the PCs to subdue them, but once they realize that they can fight—and well—they attack to kill.

The leader of this group of collectors is a troll by the name of Hajil, who rides a nightmare. The other eight are Keshen blademasters who were corrupted by the *demonblade* (see the sidebar). The blademasters ride light warhorses.

Any attempt to talk with the riders is met with mocking laughter and a call for the characters to throw down their arms.

Hajil, Male Troll Ftr4: CR 9; Large Giant (9 ft. tall); HD 6d8+36 plus 4d10+24; hp 112; Init +2; Spd 20 ft.; AC 26, touch 12, flat footed 24; BAB +8; Grap +19; Atk +14 melee (1d6+7, 2 claws), +9 melee (1d6+3, bite); Reach 10 ft.; SA rend 2d6+10; SQ regeneration 5, scent, darkvision 90 ft.; AL CE; SV Fort +15, Ref +5, Will +4; Str 24, Dex 14, Con 23, Int 6, Wis 9, Cha 6.

Skills: Listen +5, Ride +6, Spot +5. *Feats:* Alertness, Cleave, Dodge, Iron Will, Power Attack, Sunder.

Possessions: +1 half-plate, small gem worth 125 gp, pouch with 53 gp.

Nightmare: hp 45; *Monster Manual* 140.

Keshen Blademaster, Male Human Ftr6/Keshen Blademaster3 (8): CR 9; Medium-size Humanoid (height varies); HD 9d10; hp 51, 52, 53 (×3), 54 (×2), 55; Init +1; Spd 20 ft.; AC 16, touch 11, flat footed 15; BAB +9; Grap +12; Atk +12 melee (1d6+6/crit 15–20, +1 scimitar) and +11 melee (1d6+2/crit 19–20, +1 short sword), or +10 ranged (1d8/crit ×3, longbow); SA two-weapon fighting*, potent critical +1d6*, keen blade*, flashing blades +1*; AL NE; SV Fort +8, Ref +4, Will +4; Str 16, Dex 13, Con 11, Int 13, Wis 12, Cha 8.

Skills: Climb +10**, Craft (weaponsmithing) +7, Handle Animal +5, Intimidate +2, Jump +10**, Ride +13, Tumble +6**. *Feats:* Dodge, Expertise, Improved Critical (scimitar), Lightning Reflexes, Mobility, Spring Attack, Weapon Focus (scimitar), Weapon Specialization (scimitar), Whirlwind Attack.

*See "Appendix I" for details on the Keshen blademaster prestige class.

**Includes –1 armor check penalty.

Possessions: +1 chain shirt, +1 short sword, +1 scimitar, longbow with 30 arrows, 2d10 gp in a pouch. They wear dark green tabards that bear the symbol of the house of

Vandal (two twin blades crossed over a snowy mountain peak) over black chainmail.

Light Warhorses (8): hp 20; *Monster Manual* 197.

Tactics: On the first round of combat the collectors attack only to subdue (*Player's Handbook*, page 134). Only once the PCs defeat one or more of their number do they turn to more lethal tactics, targeting any spellcasters or ranged weapon wielders first (in that order).

Development: If the PCs capture any of the collectors, only a successful Intimidate check reveals any information. The DC for such a check is 10 plus the target's Hit Dice. Each such check reveals one of the following pieces of information.

- If asked why they attacked the PCs, the captives only reveal that it is their lord's wish.
- If asked who their lord is, the collectors tell the PCs his name is Lord Tathos of the House of Vandal.
- If asked why they have a troll accompanying them, they say that all manner of beings serve their lord.
- If asked how many soldiers are in the area, the collectors say only "a great many."

More detailed information can be gained with better Intimidate checks. If the result of a check exceeds a DC of 15 plus the target's Hit Dice, reveal the following.

- If asked why they attacked the PCs, the captives tell them that it is their duty to capture any persons entering Lord Tathos's lands and take them back to the castle.
- If asked why the collectors are to capture anyone entering the lands, they say only that their lord has uses for them.
- If asked how to get into the castle, blademasters respond that a password is required: "Thaylak, conqueror of souls, champion of hate and suffering is the master of my master, keeper of my soul." The collectors only reveal this information if specifically asked.

If asked who Thaylak is, they cannot answer, for they do not know.

After the PCs defeat the collectors they are free to continue to Manderaun.

MANDERAUN

A long wooden bridge crosses the swelling Cyndin River. Beyond it lies the town of Manderaun. The dark silhouettes of its buildings can be seen through the relentless rain. Unlocked window shutters can be heard banging against some buildings, but other than that neither light nor sound emanates from the town.

Just to the right of the bridge, on the other side of the river, is a mill. Beyond the town, about half a mile up in the hills, you can see the dark silhouette of Castle Manderaun.

The town is deserted (with the exception of the inn—see below). After Thaylak took complete control over Lord Tathos, he began using the *demonblade* to subvert the remaining blademasters. Once the castle was under his complete control, he launched an attack on the town, either killing or sacrificing all of its citizens (see the *demonblade* sidebar). That was two weeks ago. The PCs won't find any bodies as a result.

The homes are all empty, seemingly abandoned. Most show evidence of violence (broken or overturned furniture, dried blood on the floors and walls, and so on) and many are burned to the ground.

While exploring the town, the PCs might encounter some of Thaylak's minions. Every 10 minutes that pass, there is a 50% chance that the PCs are discovered by a group of collectors.

SCALING THE ADVENTURE

Although designed for a party of four 16th-level characters, "Demonblade" can be easily adapted to provide a challenge for larger groups or for PCs of higher or lower level, simply by changing the strength and number of foes. Consider the following alterations:

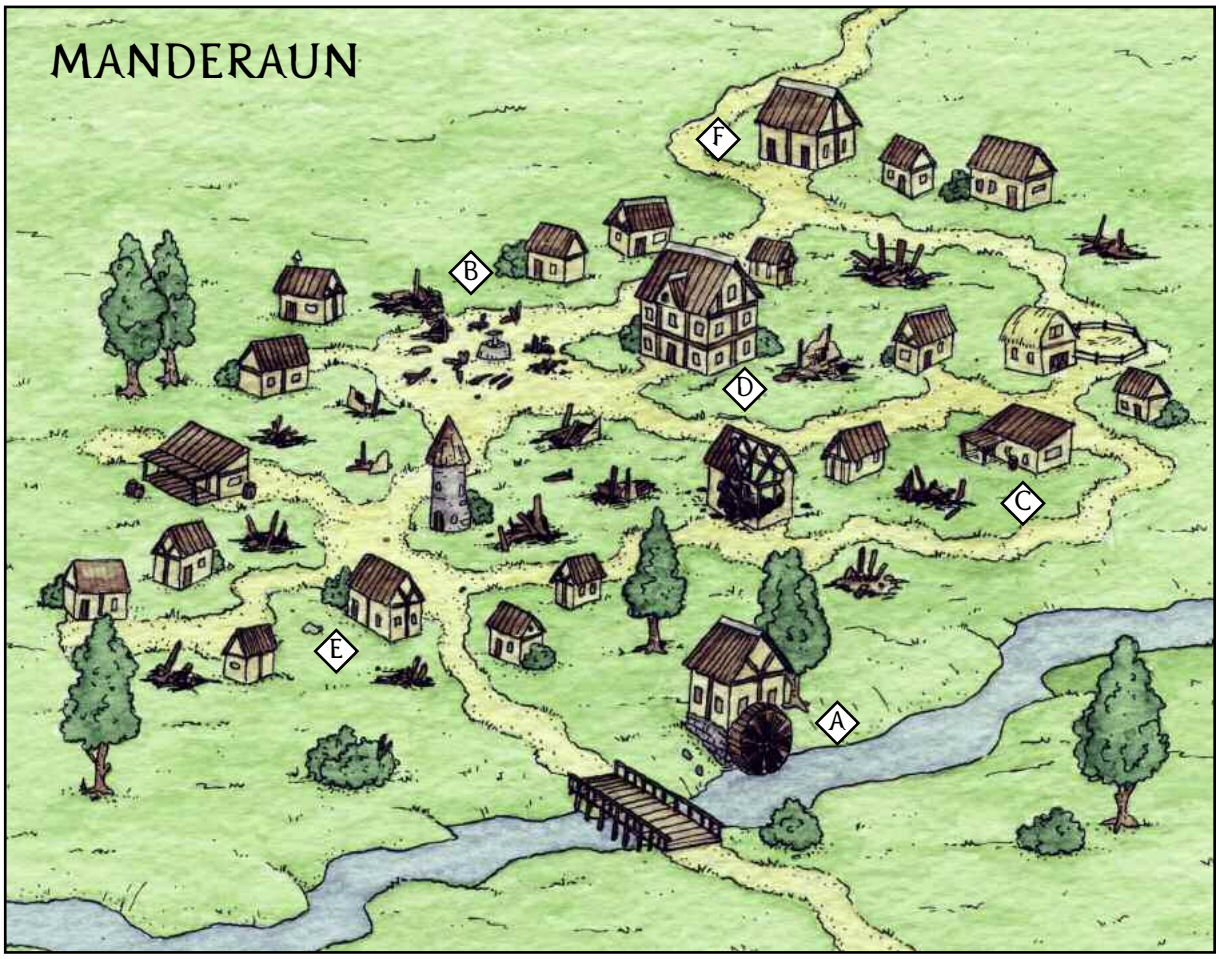
14th- to 15th-level: Run the adventure as written, but with the following additional changes:

- Lower the chance of an encounter with a group of collectors in town to 40%.
- Reduce the number of wraiths to four (see "Ambush at the Inn").
- Reduce the number of blademasters on the castle walls to four per section.
- Lower the chance of an encounter on the overland map to 40% every quarter mile.
- Make the slaadi in area **C4** two green and one gray slaad instead of two gray and one death.
- Replace the nightcrawler in area **B3** with a purple worm.
- Thaylak does not summon a balor.
- Valia does not attempt to summon a balor.

17th- to 19th-level: Run the adventure as written, but with the following changes:

- Raise the chance of an encounter with a group of collectors in town to 70%.
- Increase the chance of an encounter in town to one roll every 5 minutes.
- Each round of every encounter in town there is a 65% chance that the conflict attracts a group of collectors.
- Increase the chance of an encounter on the overland map to 65% for every quarter mile.

Remember that changing the Encounter Levels should raise or lower the amount of treasure in the adventure. Consult page 170 in the *Dungeon Master's Guide* (**Tables 7-2**, **7-3**, and **7-4**) to determine treasure appropriate to the new encounters).



THAT DARN MAGIC

As with most high-level adventures, the PCs' access to powerful magic can make short work of any mystery in the adventure. Powerful Divination spells and teleportation magic can enable crafty groups to skip from the hook to the final encounter. If your group is prone to such tactics, here are some options you can explore to keep the adventure engaging and challenging.

First, don't disallow the use of spells like *discern location, scrying,* and the like. Instead, allow their use freely—just make sure the villains in the adventure have access to some of the same abilities. After all, Emshar is a 16th-level wizard. If your group likes to *scry,* give him a homunculus or two that keep watch on the town and spot the PCs as soon as they enter. Once Emshar learns that meddlers have entered the area, he informs Thaylak and his other minions, and casts *mislead, detect scrying, nondetection,* and other scry-foiling spells from scrolls you can add to his list of possessions.

The PCs might also decide that it's a good idea to stop and rest, regroup, and prepare the divinatory spells mentioned above. After all, most groups don't travel with *commune, discern location,* or *divination* prepared. If your group stops to pursue this tactic, let them. You don't want to punish PCs for being tactically minded. At the same time, you don't have to make the situation easy for them. "Demonblade" features an indeterminate number of Collector groups (see "On the Road"), Kraggen's (area **A9**) band of fire giants and trolls could be much larger than the adventure indicates, and Thaylak could always find more poor souls to sacrifice so as to call more demons. Roll for random encounters frequently throughout the night, and give the PCs a run for their money if they camp in the open. If they use a spell like *Mordenkainen's magnificent mansion* to hide from their foes and manage to prepare spells that give them a tactical advantage, refer to the notes above for making those plans more difficult to complete.

Finally, remember that with Divination spells like *commune* and *divination,* deities might not have the knowledge necessary to give the PCs really detailed information. St. Cuthbert has better things to do than keep tabs on every unruly balor on the Prime Material Plane. The most powerful Divination spells, like *discern location,* are mostly useless in this case, since PCs need to have seen or touched an item they seek, and they need a personal possession of any creature sought by the spell.

Creatures (EL 13): Wait until the PCs get a chance to explore a little and become a bit paranoid before having an encounter. Sometime during their exploring, read the following to them:

> The stillness and icy silence of the town is mocked by the howling winds and rain, which seem to grow ever more intense as if protesting your arrival. The storm seems to create a cacophony of sound: the patter of rain on rooftops, debris being tossed by the winds, something sharp dragging slowly across wood, shutters banging wildly open and shut. . . .

If the PCs inquire about the sound of something sharp dragging across wood, inform them that they no longer hear it. Continue building the sense of paranoia and suspense before finally rolling for an encounter.

Troll Fighter: See Hajil's statistics in "On the Road."

Nightmare: hp 45; *Monster Manual* 140.

Keshen Blademasters (8): hp 35; see "On The Road" for complete statistics.

Light Warhorses (8): hp 20; *Monster Manual* 197.

A. MILL

> The mill is full of unused grain and infested with rats. The condition of the grain leads you to believe it's been sitting unattended for many weeks.

B. MARKET

> The market is littered with shattered, broken stalls. In the center is a fountain with a stage before it, where once news was announced or public speeches given, although you see no sign of life now.

Many of the townsfolk gathered here to fight during the attack from the castle, and many died here during that battle. If the PCs examine the stalls closely (Search, DC 15), they see gashes in the wood from sword strokes.

Treasure: At the bottom of the fountain is a *+1 small, steel shield* dropped during the fighting. A successful Search check (DC 20) reveals its presence.

C. SMITHY (EL 3)

This smithy was owned by Eryn Goldfield, who had his shop open to the market so potential customers could watch him work. During the attack, Eryn supplied many of the townsfolk with weapons and he himself fought—and died—alongside them.

A door in his shop leads to two rooms. The first is where he kept his goods. The following items remain:

- One masterwork short sword
- Three masterwork daggers
- Three large shields with the symbol of Tathos's house on them (two twin blades crossed over a snowy mountain peak—Eryn was commissioned by Tathos to make arms and armor for his soldiers)
- Two longbows
- Quiver with twenty arrows

The other room served as Eryn's living room and bedroom. It contains a fireplace, a small table, a comfortable reading chair, and a bed.

Trap: In a large wooden box beneath the bed is the Goldfield's family sword. The box is locked and trapped with a poison needle. Although not a threat to PCs of this level, it was never intended to be.

Poison Needle Trap: CR 3; +10 (1, plus black lotus extract poison); Search (DC 22); Disable Device (DC 20). See the *Dungeon Master's Guide*, page 80, for description of black lotus extract.

Eryn's family sword is a *+3 falchion* that was created by a Goldfield a little over 300 years ago. Eryn did not have time to run back in and grab it during the battle.

Inside the chimney is a loose brick (Search, DC 25). Removing the brick reveals a small cache containing a key to the box that also disarms the trap.

On the small table lies the letter that Eryn was writing to his brother when the attack occurred. It reads:

> Dearest Jasyn,
> How are things in Tethkeshai? Business is thinning here, I'm afraid, and Lord Tathos has yet to pay me for my latest work. He is draining his coffers chasing after that damn myth, and his people are suffering for it. The man cares only for himself. I miss the days when his father, Lord Evans, was alive. If things continue on much longer like this I will be forced to leave the community that I have grown to love. Perhaps I'll open up a shop with you, brother. We will see how things

This is as far as Eryn got before the first screams pierced the night.

Development: If the PCs return the sword to Jasyn in Tethkeshai (Kesh's capital) Jasyn pays a reward of 3,000 gp. If they do not find the sword but bring him the letter, he offers them that price to return to Manderaun and retrieve it.

D. JESSA'S INN

If the characters either pass by or enter the inn they hear the sound of someone rummaging around in the back room. Upon investigation, they find Naythan, still in his uniform (see "Background") getting supplies from the storage room. Naythan and two other residents have survived the past two weeks by hiding in a secret chamber below the storage room, coming out only for food (which

is what he is doing when the PCs discover him). Once he realizes that the PCs are not Keshen soldiers (or worse), and providing that the PCs don't mistake him for an enemy and attack, Naythan introduces himself and urgently invites them down to the secret room where the other two survivors hide.

Naythan, Male Human Ftr5/Keshen Blademaster5: CR 10; Medium-size Humanoid (6 ft. 1 in. tall); HD 10d10+10; hp 81; Init +2; Spd 20 ft.; AC 17, touch 12, flat-footed 15; BAB +10; Grap +13; Atk +14/+9 melee (1d6+5/15–20, +2 *scimitar*) and +12 melee (1d6+1/crit ×3, masterwork handaxe) or +12/+7 ranged (1d8/crit 19–20, light crossbow); SA two-weapon fighting ability*, potent critical +1d6*, keen blade*, deflect arrows*, flashing blades +2*; AL LG; SV Fort +9, Ref +6, Will +3; Str 16, Dex 14, Con 11, Int 13, Wis 12, Cha 10.

Skills: Climb +11**, Craft +9, Handle Animal +8, Jump +11**, Ride +11, Swim +3†, Tumble +9**. *Feats:* Dodge, Expertise, Improved Critical, Lightning Reflexes, Mobility, Mounted Combat, Spring Attack, Weapon Focus (scimitar)*, Whirlwind Attack.

*See "Appendix I" for details on the Keshen blademaster prestige class.

**Includes –1 armor check penalty.

†Includes –8 penalty for weight of gear carried.

Possessions: +1 chain shirt, +2 scimitar, masterwork hand axe, light crossbow with 14 bolts, 34 gp, 28 sp.

Naythan is the only member of Lord Tathos's army that has not been influenced by Thaylak or killed. He feels tremendous guilt for what has happened to his people and desperately wishes to atone. Naythan has a short, neatly trimmed beard, light brown hair, and light green eyes.

When Naythan opens the trapdoor (hidden beneath a rug that is really nothing more than a bunch of old sacks sewn together) read or paraphrase the following:

> Naythan pulls open a trapdoor in the floor, revealing a set of rickety stairs leading down to a small, square room lit by two oil lanterns hanging from the walls. In the room stands a middle-aged human male with a balding head and a dark beard. In his hand is a meat cleaver. Upon seeing you, he takes up a defensive stance before a young teenage human girl who looks at you with wide, frightened eyes.

This is Jeryk Lenai and his thirteen-year-old daughter, Steffa. Jeryk and Steffa only just moved to Manderaun two years ago to open an inn after Steffa's mother (whom the inn is named after) died.

Jeryk, Male Human Com4: CR 3; Medium-size Humanoid (6 ft. tall); HD 4d4+4; hp 12; Init +1; Spd 30 ft.; AC 11, touch 11, flat footed 10; BAB +2; Grap +4; Atk +3 melee (1d4+2/crit 19–20, meat cleaver); AL LG; SV Fort +2, Ref +2, Will +3; Str 15, Dex 12, Con 13, Int 12, Wis 10, Cha 11.

Skills: Climb +5, Craft +4, Handle Animal +3, Listen +3, Profession (innkeeper) +7, Ride +4, Spot +4, Swim +6. *Feats:* Endurance, Iron Will, Skill Focus (Profession—innkeeper).

Possessions: Work clothes, meat cleaver.

RANDOM OVERLAND ENCOUNTERS (1D12)

1–2

Collectors— Troll Ftr1: hp68; See Hajil in "On the Road" for statistics.

Nightmare: hp 40; *Monster Manual* 140.

Blademasters (8): hp 35 each; See "On the Road" for statistics.

Light Warhorses (8): hp 18 each; *Monster Manual* 197.

3–4

Byron, Male Human Com1 (hp 3; Climb +4, Profession—cobbler +6, Handle Animal +3, Swim +4).

Byron is a resident of Manderaun who fled from the castle the night of the attack. He survived the past two weeks due mostly to luck. He is distrustful of the PCs at first. A successful Diplomacy check (DC 20) convinces Byron to drop his guard. Once the PCs gain his trust, he tells his story:

"I was up late, working on some shoes Master Galyn wanted me to finish, when I heard the screaming. I ran outside and couldn't believe my eyes! Soldiers from the castle were riding on horseback through our streets, setting homes ablaze and cutting down people where they stood The people tried to organize a defense, but the soldiers were too much for them. I'm no warrior, so I ran. As I was running I saw horrible, shrieking winged monsters swooping down from the skies. I ran harder, and I've been running ever since."

The dark winged creatures that Byron speaks of were the vrocks Thaylak called. One currently resides in area **E**. The other two have claimed area **A14** in the castle.

5–6

Fire Giants (4): hp 121 each; *Monster Manual* 98.

These giants are part of Kraggen's (area **A9**) warband, out on patrol at his behest.

7–8

Mennen Jagaro, Male Human Exp6: CR 5; Medium-size Humanoid; HD 6d6+6; hp 25; Init +0; Spd 30 ft.; AC 10, touch 10, flat footed 10; BAB +4; Grap +5; Atk +5 melee (1d6, club); AL LG; SV Fort +3, Ref +2, Will +7; Str 13, Dex 10, Con 13, Int 16, Wis 11, Cha 17.

Skills: Appraise +13, Bluff +11, Diplomacy +11, Gather Information +11, Handle Animal +11, Hide +5, Intuit Direction +8, Knowledge (geography) +11, Profession (merchant) +10, Ride +8, Sense Motive +10. *Feats:* Iron Will, Skill Focus (Profession—merchant), Skill Focus (Appraise), Skill Focus (Sense Motive).

Possessions: Merchant's clothes, dagger, wagon of trade goods (2,000 gp), two light horses, 100 pp, 250 gp.

Mennen Jagaro is a merchant who hails from the far-off city-state of Shalador. His next stop is Castle Manderaun.

Steffa, Female Human Com1: CR 1/2; Medium-size Humanoid (4 ft. 11 in. tall); HD 1d4–1; hp 2; Init +0; Spd 30 ft.; AC 10, touch 10, flat footed 10; AL LG; SV Fort –1, Ref +0, Will –1; Str 6, Dex 10, Con 8, Int 11, Wis 8, Cha 10.

Skills: Climb +1, Handle Animal +3, Listen +2, Profession (innkeeper) +5. Feats: Dodge, Skill Focus (profession—innkeeper).

Possessions: Work clothes.

The events of the past two weeks have caused Steffa to become withdrawn. She responds only to yes or no questions, and even then only with a barely noticeable nod or shake of her head. Steffa has long, light brown hair and bright blue eyes.

Once Jeryk sees that Naythan trusts the characters, he relaxes his stance but does not let go of his cleaver, nor does he leave his daughter's side. She does not speak to the characters. If pressed, Jeryk answers for her, explaining that she has hardly spoken at all since the attacks.

If the PCs ask Naythan what is going on, he tells them his story:

"It all began five years ago when Lord Tathos began a large scale search for some powerful magic. The desire for this power seemed to fall upon him like some sort of madness and for years he sent us—his soldiers—out searching for it.

"None of us knew exactly what we were looking for. He only entrusted that information with the officers. We just did as we were told. We searched all across the lands and Manderaun's treasury grew smaller and smaller.

"It finally took the services of the renowned treasure hunter, Da'Shiva Firesoul, to track down the location of the object Lord Tathos sought. Three months ago, Da'Shiva led us to a temple deep in a forest far outside of Kesh. My superior officer, Kyndrik, led our team of soldiers in to get it. The temple was filled with all sorts of traps. It seemed that whoever set the traps really wanted to keep something safe. We should've realized that it was a warning . . . but despite all of the traps, most of us made it out alive."

Here Naythan pauses, a haunted look ghosting his eyes. He takes a deep breath, runs a hand through his hair, and continues:

"It was a greatsword of excellent craftsmanship. The entire length, from handle to tip, was of the darkest metal. It was so dark that it seemed to pull the light from the room. The only break in its consistency was a single, bright red jewel set in the pommel. The contrast made it seem almost to glow, like a glistening drop of blood.

"We paid Da'shiva handsomely for his services and set off for home, already dreaming of the fame and recognition we would receive. It was not to be so.

"Kyndrik kept the blade with him at all times. A couple days into our journey we were awakened by his screams, which then cut violently short. We found him lying dead in a growing pool of his own blood. He had buried his knife, to the hilt, in his throat. None of

There he hopes to trade iron for a little bit of gold and several barrels of the drera berry, a rare fruit that grows in the foothills surrounding the Chechan Mountains.

Convincing Jagaro of the danger in Manderaun requires a successful Diplomacy check (DC 20). If the check fails, Jagaro continues on as planned. If the check succeeds, Jagaro offers the PCs 500 gp to escort him to the southern border of Tathos's land (five miles away).

9–10

Dark Nagas (4): hp 55 each; *Monster Manual* 138.

These creatures were drawn to the presence of the blade.

11–12

King's Convoy—Sir Dennis Airnhart, Male Human Ftr5/Keshen Blademaster4: CR 9; Medium-size Humanoid (6 ft. tall); HD 9d10+18; hp 72 (currently 55); Init +3; Spd 20 ft.; AC 19, touch 13, flat footed 16; BAB +9; Grap +11; Atk +11/+6 melee (1d8+4/crit 17–20, masterwork longsword) and +10 melee (1d6+1/crit 19–20, masterwork short sword); SA two-weapon fighting ability*, potent critical +1d6*, keen blade*, flashing blades +1*; AL LG; SV Fort +10, Ref +5, Will +2; Str 14, Dex 16, Con 14, Int 13, Wis 10, Cha 12.

Skills: Climb +6**, Craft (weaponsmithing) +4, Handle Animal +9, Jump +6**, Ride +11, Swim +1†, Tumble +2**. *Feats:* 8 Expertise, Dodge, Lightning Reflexes, Mobility, Improved Critical (longsword), Spring Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

*See "Appendix I" for details on the Keshen blademaster prestige class.

**Includes –4 armor check penalty.

†Includes –9 penalty for weight of gear carried.

Possessions: +1 chainmail, masterwork longsword, masterwork short sword, dagger, 45 gp, 32 sp.

Keshen Blademasters (2): hp 35; see "On The Road" for complete statistics.

This small group is all that's left of a larger convoy that set out from Tethkeshai (the capital) a few days ago. They were attacked by demons a day ago and were almost wiped out.

Sir Dennis is their leader. A middle aged human male with graying hair and a short beard, he won't accompany the PCs, as he feels that he needs to return to give a report to the king, but if the characters make a successful Diplomacy check (DC 25), he offers them the services of one of the blademasters in his remaining guard. He also remembers the PCs' names and mentions them when he makes his report to the king.

us could understand why, and none of us wanted to voice our darker suspicions. So our next in command, Lieutenant Jaff, took up the sword and on we went. It was but three days later when a different madness took control of him. Instead of killing himself, he attacked us. He killed all four of my comrades and would have killed me as well but the blow that Jarryd had landed on his arm slowed him down, enabling me to deliver a fatal blow first.

"I should've left then. I should've left them and the blade and never looked back. But I'm a soldier, and soldiers do their duties. So I wrapped the sword in my fallen comrades' cloaks, and after giving them proper burials I went home, where I presented Lord Tathos with it."

Naythan stops again here. If the PCs ask what happened to the town, he tells them:

"It took longer for the madness to take Lord Tathos but it took him all the same. I was expecting the same fate to befall him as the others, but instead, it seemed that the madness spread throughout the castle like a plague. It wasn't a violent madness like with the others—more like something you could see in their eyes.

"I was stationed at the garrison here in town. One by one the soldiers from our garrison were called to the castle and although only some returned, those who did came back with the same glint in their eyes. I didn't go when I was summoned. And it was that night two weeks ago that they came pouring out of the castle—our soldiers . . . and creatures far worse. I fought desperately alongside townsfolk and had to kill many of my fellow soldiers—my friends. But it soon became apparent that we were going to lose. That was when Jeryk took me down here, where we listened to the sounds of the dying and the ceaseless wailing of those creatures throughout the night. We've been here ever since."

If the PCs express any interest in getting into the castle, Naythan tells them:

"I used to be a castle guard until five years ago, when Tathos' father, Lord Evans, mysteriously died. Some think Tathos poisoned him, but no one dared voice it aloud.

"While a guard there, I learned of a secret passage below the castle that begins a mile outside town in the Desran Forest. It was made so that the Lord's family could escape in case of a siege."

Development: If asked, Naythan gladly leads the PCs to the entrance in the Desran Forest (note the underground passage on the area **B** map). The entrance lies within a cave mostly grown over by blackberry bushes. The passage that follows leads to area **B3** in the castle.

Jeryk does not accompany the PCs; he wishes only to stay and protect his daughter.

AMBUSH AT THE INN (EL 11)

As the PCs leave Jessa's Inn they are attacked by six advanced wraiths. The wraiths are the condemned souls of fallen blademasters who, while under the influence of the *demonblade,* perished during the attack on the town. They are still under Thaylak's sway and are charged with the task of guarding the ghost town of Manderaun.

Creatures: The wraiths swarm the PCs, hoping to drain them of their lives and thus add more wraiths to their ranks.

Advanced Wraiths (6): CR 5; Medium-size Undead; HD 10d12; hp 66 each; Init +7; Spd 30 ft, fly 60 ft. (good); AC 15, touch 15, flat-footed 12; BAB +5; Grap +5; Atk +8 melee (incorporeal touch); SA Constitution drain, create spawn; SQ undead, incorporeal, +2 turn resistance, unnatural aura, daylight powerlessness; AL LE; SV Fort +3, Ref +6, Will +9; Str —, Dex 16, Con —, Int 14, Wis 14, Cha 15.

Skills: Hide +13, Intimidate +12, Intuit Direction +8, Listen +13, Search +11, Sense Motive +9, Spot +13. *Feats:* Alertness, Blind-Fight, Combat Reflexes, Improved Initiative, Track.

See the *Monster Manual,* page 185, for details on wraith special abilities. Note that the Fortitude save to resist the wraith's Constitution drain is DC 17.

Engagement with the wraiths might attract attention. Every round of combat there is a 50% chance that the PCs alert a group of collectors to their presence. They joining the battle the following round.

Troll Fighter: See Hajil's statistics in "On the Road."

Nightmare: hp 45; *Monster Manual* 140.

Keshen Blademasters (8): hp 35; see "On The Road" for complete statistics.

Light Warhorses (8): hp 20; *Monster Manual* 197.

Development: After the PCs defeat the wraiths they are free to continue on to the Desran Forest. Tathos's lands still crawl with monsters and it is possible that while traveling to the entrance the PCs encounter some. Every quarter mile the PCs travel they risk an encounter on the "Overland Encounters Chart" (50% chance).

Ad-hoc XP Award: Award the PCs experience for defeating the wraiths as if they'd overcome six CR 10 monsters, instead of six CR 5 monsters, due to the monsters' increased power.

E. CHURCH (EL 13)

This church to Pelor has been gutted by a fire set during the night of the attack. In some places, charred debris is stacked 6 feet high. Amid this debris lies the badly scorched, skeletal remains of Shendra, a priestess of Pelor who fought to the death here.

Creatures: A vrock currently nests here, perched on a support beam that didn't collapse during the fire. It attacks any who enter the church.

Vrock: hp 55; Monster Manual 41.

Tactics: The vrock uses a stunning screech before launching into a full attack, targeting any obvious spellcasters first. If it is brought below half of its hit points, it casts *darkness* then attacks with its spores. It fights to the death.

Treasure: At the far end of the church, still standing, is a badly scorched statue of Pelor. Behind the statue under a loose floorboard (Search, DC 25) is a hidden compartment. This is where Shendra hid her special belongings. It contains the following: two scrolls of *cure serious wounds* (caster level 15th), three *potions of cure moderate wounds* (one is ruined from the heat of the fire), and one scroll of *neutralize poison*.

F. TOWN GARRISON

This building was the town's garrison. It has been looted and is currently abandoned.

THE CASTLE (AREA A)

The Castle of Manderaun is surrounded by a 15-foot-high, 5-foot-thick wall.

Creatures: Patrolling each of the four sections of the wall are eight Keshen blademasters.

Keshen Blademasters (8): hp 35; see "On The Road" for complete statistics.

These blademasters fire their longbows at anyone approaching the gates (no questions asked). Opponents more than 30 feet apart gain one-quarter concealment from the heavy rain (see the *Player's Handbook*, page 133).

Tactics: While most of the blademasters respond to any threat with their longbows, three of them run to the castle to sound an alarm.

Any engagement with the blademasters on the wall might attract attention. Every round of combat there is a 50% chance someone in the castle is alerted to the PCs presence, which results in a group of collectors joining the battle the following round.

Troll Fighter: See Hajil's statistics in "On the Road."

Nightmare: hp 45; *Monster Manual* 140.

Keshen Blademasters (8): hp 35; see "On The Road" for complete statistics.

If the PCs try to disguise themselves as blademasters, they are asked, "Whom do you serve?" The correct answer is "Thaylak, conqueror of souls, champion of hate and suffering is master of my master, keeper of my soul." A correct answer grants them entrance into the castle. A wrong answer is met with a hail of arrows.

Castle Features: Unless otherwise noted, all rooms in the castle are 10 feet high and the walls and floors are 5 feet thick.

Stats for the front gates and doors in the castle (unless otherwise noted) are as follows:

Castle Gates: 1 ft. thick; hardness 7; hp 60; Break (DC 28); Open Lock (DC 25).

Castle Doors: 5 in. thick; hardness 5; hp 20; Break (DC 23); Open Lock (DC 22).

A1. CASTLE BARRACKS

This is the sleeping quarters for the soldiers stationed at the castle. Sixteen bunk beds sit in the room, all currently empty. At the foot of each rest two footlockers for

the guards' personal possessions. Each footlocker is locked (Open Lock, DC 20). Inside, the PCs can find a total of 254 gp, 184 sp, and 311 cp, as well as several spare uniforms.

A2. RECREATIONAL ROOM

This room is empty other than a dozen chairs and a large table (the table is used for games of chance on the soldiers' down time).

A3. CAPTAIN'S ROOM (EL 16)

This room looks to be the residence of someone with strict militaristic discipline. Every furnishing is clean and aligned at right angles to the walls, and absolutely nothing is out of place.

Creature: This is where the captain of the castle guard, Nan Krenai, resides. He currently waits here for his next orders from Lord Tathos/Thaylak and attacks anyone who enters that he does not recognize. PCs might be able to stall Captain Krenai from attacking if they're dressed in uniform or quickly recite the password (see "The Castle").

Nan Krenai, Male Human Ftr9/Keshen Blademaster7: CR 16; Medium-size Humanoid (6 ft., 5 in. tall); HD 16d10+32; hp 136; Init +2; Spd 20 ft.; AC 23, touch 12, flat footed 21; BAB +16; Grap +20; Atk +21/+16/+11/+6 melee (1d6+8 plus 1d6 electricity/crit 15–20, +2 *shock scimitar*) and +19 melee (1d6+3/crit 19–20, +1 *short sword*) or +18/+13/+8/+3 ranged (1d8+3/crit ×3, mighty composite longbow [+3 Str]); SA two-weapon fighting ability*, potent critical +2d6*, keen blade*, deflect arrows*, flashing blades +3; AL NE; SV Fort +13, Ref +7, Will +6; Str 18, Dex 15, Con 14, Int 13, Wis 12, Cha 11.

Skills: Climb +15**, Craft (weaponsmithing) +5, Handle Animal +12, Jump +15**, Ride +14, Swim +9†, Tumble +7**. *Feats:* Combat Reflexes, Dodge, Expertise, Improved Critical (scimitar), Improved Disarm, Leadership, Lightning Reflexes, Mobility, Mounted Combat, Spring Attack, Weapon Focus (scimitar), Weapon Specialization (scimitar), Whirlwind Attack.

Possessions: +3 chain shirt, +2 animated large steel shield, +2 shock scimitar, +1 short sword, amulet of health +2, gauntlets of ogre power +2, potion of cure moderate wounds ×2, *potion of haste* ×2, mighty composite longbow [+3 Str] with 20 arrows, 21 gp, 32 sp, 11 cp, a key to the chest below his bed.

*See "Appendix I" for details on the Keshen blademaster prestige class.

**Includes –1 armor check penalty.

†Includes –7 penalty for weight of gear carried.

Nan Krenai has been an officer in Lord Tathos's army his entire life. Normally a good man, Nan has fallen prey to the *demonblade*. Nan is smooth of face with short brown hair and brown eyes.

The desk contains scattered notes (since being charmed by Thaylak, Nan has lost all interest in the duties of his station) about the status of rations, rotation of shifts, which soldiers are due payment, and so on.

Tactics: In the confined space of his quarters, Nan puts his Whirlwind Attack feat to devastating use as he attempts to cut off the PCs' retreat. If battle moves outdoors, he attacks any and all fighters first (Nan doesn't respect spellcasters, believing only warriors of the blade are to be feared).

Treasure: Under the bed is a chest containing Nan's personal items. Anyone attempting to open the chest without the key sets off the trap.

Poison Gas Trap: CR 10; no attack roll necessary (see note below); Search (DC 21); Disable Device (DC 25). *Note:* Trap releases insanity mist (see the *Dungeon Master's Guide*, page 80, for a description of insanity mist).

Inside the chest, Nan keeps 485 gp, 622 sp, and 915 cp. Also in the chest is a *potion of heroism* and a *deep red ioun stone*.

A4. STABLES

These stables house the blademasters' steeds. Six stalls line each side of this 20-foot by 20-foot building. All the horses are currently out being ridden by various collectors. The PCs can find enough horse feed in the building to feed twelve horses for a week.

A5. LATRINES

The latrines smell fouler than you would expect, and flies buzz lazily around the area.

Any PC demented enough to search down in the latrines finds body parts in various stages of decomposition.

A6. MESS HALL

This 15-foot by 25-foot foot room is full of long tables and benches. The room is currently empty.

A7. KITCHEN

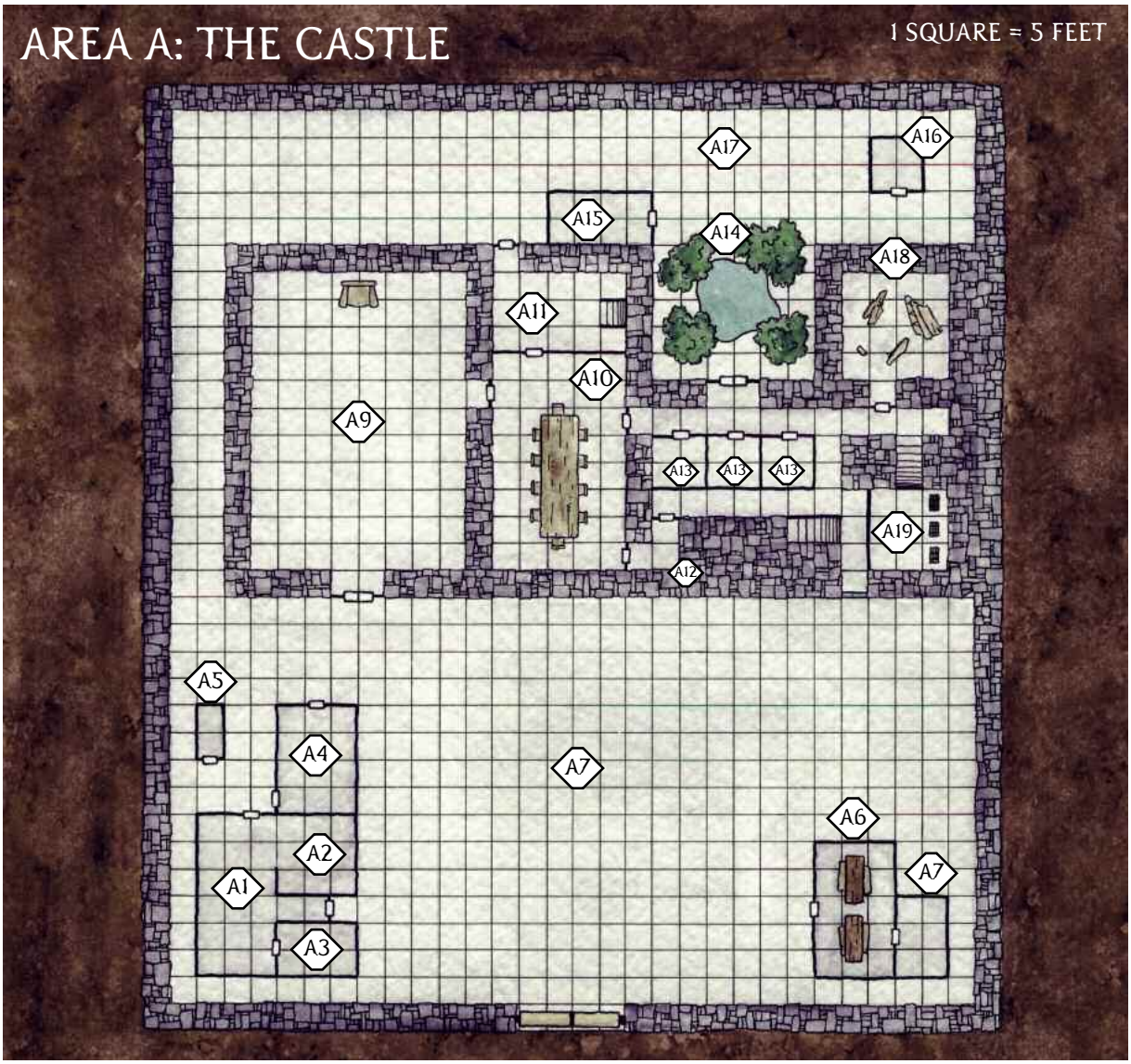
The kitchens of the mess hall are empty of people. Pots and pans lie unwashed in the sink and moldy bread grows spores on the counters.

The kitchen cook, Joris, was killed a short while ago for serving soup that tasted "watery" to Captain Nan. Nan had him drawn and quartered in the courtyard before dicing him up and dumping him in the latrines (area **A5**).

A8. THE COURTYARD (EL 15)

The courtyard is wide and open. Any PCs caught lurking around suffers the same consequences as if she approached from the outside.

Creatures: Four crimson deaths lurk in the courtyard near the front gates. Each undead came out of the deep



caverns below the Chechan Mountains the previous week in response to the strong evil presence exuded by Thaylak. They attack anyone approaching the gate who does not wear a blademaster uniform.

Crimson Deaths (4): CR 11; Medium-size Undead; HD 12d12; hp 84 each; Init +9; Spd fly 30 ft. (perfect); AC 17, touch 17, flat-footed 12; BAB +6; Grap +6; Atk +11 melee (2 incorporeal touches); SA blood drain; SQ incorporeal subtype, *lift*, undead traits; SV Fort +4, Ref +11, Will +10; Str —, Dex 21, Con —, Int 17, Wis 15, Cha 14.

Skills: Concentration +14, Hide +21*, Intuit Direction +7, Listen +20, Search +13, Spot +20. *Feats:* Alertness, Blind-fight, Combat Reflexes, Dodge, Expertise, Improved Initiative, Lightning Reflexes, Mobility, Spring Attack.

Blood Drain (Ex): A crimson death drains blood, dealing 1d4 points of Constitution damage immediately upon seizing an opponent with a tendril. Each round thereafter that the opponent remains seized, the creature automatically deals an additional 1d4 points of Constitution damage. The crimson death craves blood, so it usually presses its attack until it can deal at least 12 points of Constitution damage.

Seize (Ex): When a crimson death makes a successful incorporeal touch attack, one of its tendrils wraps around the opponent. The two creatures are not considered grappled, but the opponent can break free with a successful Escape Artist or grapple check (grapple bonus +11). Upon seizing an opponent, the crimson death begins draining blood (see above).

***Lift* (*Sp*):** As a free action, a crimson death can telekinetically lift another creature or an object weighing up to 300 pounds. This ability works like the telekinesis spell (sustained force version, caster level 12th), except that it works only on an opponent already seized by a tendril of the crimson death. Against a struggling opponent, use of

this ability requires a successful grapple check (grapple bonus +11).

Skills: *A crimson death's misty form makes it difficult to spot in fog. Before feeding the creature receives a +8 bonus on Hide checks in smoky or foggy areas. After it has fed, the bonus drops to +4 because of its red coloration.

See the *Monster Manual II*, page 53, for more information on the crimson death.

Tactics: The crimson deaths pail up on two PCs, attempting to drain one victim dry before moving to the next foe.

A9. AUDIENCE HALL (EL 15)

This grand hall measures 40 feet by 55 feet. The ceiling rises 25 feet overhead. One door exits to the east, and large murals covering the walls depict various scenes of combat and war.

A throne sits against the north wall opposite the double entrance doors. Sitting in the throne and staring right at you is a troll, wearing black, halfplate armor. A greatsword rests across his lap.

Standing to either side of the throne are two large humanoid creatures, standing roughly 12 feet high. Dark skinned but with flaming orange hair, their large, powerful bodies are covered in blackened iron armor. From beneath furrowed brows their eyes come to rest on you, narrowing to slits. In their hands are massive swords, and on the ground near their feet rest two large piles of stones.

The troll raises its greatsword and points at you. Uttering a single short word to the two creatures flanking it, all three move to the attack.

Creatures: The troll's name is Kraggen and he leads a group of trolls that came down out of the Chechan Mountains a few days before. The trolls that came with him were given command over various groups of collectors. The other two creatures are fire giants that serve as his bodyguards.

Kraggen, Male Troll Ftr9: CR 14; Large Giant (9 ft. tall); HD 6d8+36 plus 9d10+54; hp 167; Init +2; Spd 20 ft.; AC 28, touch 13, flat footed 26; BAB +13; Grap +23; Atk +20/+15/+10 melee (2d8+11/crit 17–20, +2 *Huge greatsword*) and +13 melee (1d6+3, bite) or +18 melee (1d6+6, 2 claws) and +13 melee (1d6+3, bite); Reach 10 ft.; SA rend 2d6+9; SQ regeneration 5, scent, darkvision 90 ft., fire resistance 10; AL CE; SV Fort +18, Ref +8, Will +7; Str 23, Dex 14, Con 23, Int 8, Wis 9, Cha 6.

Skills: Climb +3*, Jump +3*, Listen +5, Ride +5, Spot +5. *Feats:* Alertness, Cleave, Combat Reflexes, Dodge, Great Cleave, Improved Critical (greatsword), Iron Will, Leadership, Power Attack, Sunder.

*Includes –6 armor check penalty.

Possessions: +1 half-plate of fire resistance, +2 Huge greatsword, cloak of resistance +1, ring of protection +2, boots of speed, potion of cure serious wounds, 58 gp.

Fire Giants (2): hp 142 each; *Monster Manual* 98.

Tactics: The fire giants stand by the throne and pelt spellcasters and ranged attackers with their stones while Kraggen activates his boots and leaps forward to attack. He uses his Sunder feat against any powerful fighters' weapons and tries to maneuver himself into a position to Cleave. Kraggen's reach makes it difficult for opponents to move around him, and he uses this to good advantage. If he begins to look injured, or once his bodyguards have lobbed three stones apiece at the PCs, they join the melee.

If Mediah (area **A10**) is still alive, sounds of combat alert her and she arrives in 1d3 rounds.

Development: The murals depict the rebellion of the Kesh 100 years ago against the Aluvian Empire. That revolt led to their freedom. It also depicts Ennis Vandal, the first lord of Manderaun, and his journey into the Chechan Mountains to retrieve the fabled Twin Swords of Akia (this is where the House of Vandal gets its symbol). The swords now rest in area **21C**. A successful Knowledge (nobility & royalty) check (DC 20) reveals the meaning of the murals to the PCs.

A10. DINING HALL (EL 17)

The all-too-familiar stench of death assaults your senses when you first enter this dining hall, and the air is thick with a cloud of buzzing flies.

A door sits in the north wall and two doors exit the room on the east wall, spaced 20 feet apart.

A 25-foot-long table takes up the center of the room. Around it in various stages of decomposition sit seven human bodies—four male and three female. Propped up in rigid poses, they seem to be preparing for a meal. The flesh around their mouths has been stretched back and their eyes have been opened wide to give the impressions of insane grins.

Positioned at the head of the table is a beautiful redheaded woman with six arms and the lower torso of a snake. Each of her six arms serves tea to her "guests." She turns and regards you with a grin.

"Care to join us?" she asks. As she speaks, she rises from her seat, and her dead guests rise with her and turn your way.

Creature: This is the marilith Mediah, who was busy playing tea when the PCs entered. Believing the characters horribly rude to interrupt her play time, she immediately attacks and fights to the death.

Mediah, Marilith: hp 90; *Monster Manual* 42.

Medium Zombies (7): hp 18 each; *Monster Manual* 191.

Tactics: Mediah casts *project image* on the first round of combat before moving in to melee. Delighting in the sensation of bones snapping beneath her tail, she attempts to use improved grab on anyone who comes within range. In addition to the damage from the constriction, Mediah casts *inflict serious wounds* on her victim, dealing an additional 3d8+13 points of damage.

She lets her zombie guests deal with ranged attackers while she focuses on closer foes, although at least one zombie stays nearby to provide Mediah with a flanking bonus.

If she is brought to 50% of her hit points, Mediah attempts to summon a nalfeshnee with a 50% chance of success. If Kraggen and the hill giants (area **A9**) are still alive, sounds of battle alert them and they arrive in 1d3 rounds.

The bodies are the remains of Lord Tathos's servants (two cooks, a butler, two maids, a stablehand, and a nanny).

A11. KITCHEN

The kitchen hasn't been used since the demise of the cooks. A stairway leads down to the cellar.

A12. PRIVY

This downstairs privy is currently not in use.

A13. SERVANTS QUARTERS

Each of these rooms contains a bed, a dresser with ordinary clothes, a chamberpot, and a washbasin.

The first of these rooms housed one of the maids and one of the cooks (who were married). The other maid and the other cook (who were also married), lived in the second. The butler lived in the third chamber.

A14. THE GROVE (EL 15)

Many members of the household spent much time in this grove before their deaths. A small pond surrounded by a ring of trees, the grove served as a place of peace in an often uncomfortable household. A curved bench made of stone stands on one side of the pond.

Creatures: Two vrocks have taken up residence in the grove, claiming the area as their territory. They attack any who enter the grove (except for Lord Tathos/Thaylak), considering it their territory and any interlopers as trespassers.

Vrock (2): hp 55 each; *Monster Manual* 41.

Tactics: The vrocks attempt to *mass charm* the group on the first round. If the attempt fails, they both use a stunning screech before attacking, targeting any ranged attackers or spellcasters in the group first. If either vrock dies, the remaining one attempts to summon another vrock with a 35% chance of success.

If Ka'lyon (area **C2**) is still alive, then a battle with the vrocks attracts his attention and he joins the fray the following round, leaping over the railing and flying down to attack.

A15. STABLES

Members of the household kept their mounts here. The mounts are currently in use servicing the collectors. PCs can find enough horse feed to feed eight mounts for a week, as well as saddles and riding equipment for five mounts.

A16. CARETAKER'S CABIN

The stablehand slept in this nondescript, one-room cabin. The room contains a bed, a wardrobe with ordinary clothing, a chamberpot, a washbasin, and a fireplace.

Treasure: Hidden under a loose floorboard (Search, DC 25) near the fireplace is a gem worth 200 gp.

A17. TRAINING GROUNDS (EL 13)

This large area was where the warriors of the household trained to ride their mounts and practice combat.

Creatures: Four spirit nagas that were drawn to the castle by Thaylak's aura of evil reside here and attack anyone who enters the area.

Spirit Nagas (4): hp 70 each; *Monster Manual* 138.

Tactics: The nagas split into two groups of two. One pair remains in the rear, using their charming gaze on the PCs, while the other two cast offensive spells.

A18. LIBRARY

This large room is obviously the castle library but it looks like someone threw quite a tantrum in here. The floor is covered with torn pages and shredded scrolls. Bookcases lie broken and smashed about the room.

Mediah (area **A10**) found nothing interesting in the library so she destroyed nearly everything in the room.

Treasure: A successful Search check (DC 20) uncovers a rolled up scroll with the phrase "long live the house of Vandal" written on it. This is the password to deactivate the magical trap guarding the Twin Swords of Akia in area **C8**.

If the PCs look carefully (Search, DC 30) they find arcane scrolls of *fireball* and *protection from evil*, both created by a 20th-level caster.

A19. TREASURE ROOM (EL VARIES)

Against the back wall of this room rest three chests. Between you and the chests stand two 9-foot-tall iron statues. Crafted in the likeness of warriors—one male and one female—each figure's eyes are closed. Each carries a large sword resting point first in the ground, hands crossed over each other and resting on the pommels.

Creatures: The statues are iron golems. If the PCs attempt to enter without first saying the pass phrase "fire and ice" (which can be found written on a piece of parchment in area **C8**), the golems' eyes flash open and the constructs attack.

Iron Golems (2): hp 100 each; *Monster Manual* 109.

Trap: Each of the three chests is locked and set with a different trap. Chest #1 is trapped with a lightning blast, chest #2 is trapped with an ice blast, and chest #3 is trapped with a fire blast.

Lightning Blast: CR 4; 5-foot wide, 50-foot long blast (5d6); Reflex save (DC 13) avoids; Search (DC 26); Disable Device (DC 25).

Ice Blast: CR 4; 20-foot radius (5d6); Reflex save (DC 13) half; Search (DC 26); Disable Device (DC 25).

Fire Blast: CR 5; 20-foot radius (7d6); Reflex save (DC 15) half; Search (DC 27); Disable Device (DC 26).

Treasure: Chest #1 contains 4,011 sp and 8, 978 cp. Chest #2 contains 6,714 gp. Chest #3 contains 44 gems (10 × 100 gp, 4 × 1,000 gp, 15 × 350 gp, 11 × 50 gp, and 1 × 1,500 gp), a fossilized red dragon egg encrusted with various gems and stones (4,000 gp), a lightning stone from the far away kingdom of Valoraun (a light blue stone that sheds a blue light in a ten-foot sphere for 10 minutes when shaken, valued at 2,500 gp), a Thakian friendship chalice (an ivory chalice encrusted with blood red rubies, valued at 1,500 gp), and the horn of a unicorn (2,000 gp).

This is the last of Lord Tathos's wealth. All the rest was spent funding his search for the *demonblade*.

SUB-LEVEL ONE (AREA B)

Beneath the first floor of the keep lie storage areas for everything from foodstuffs to bodies (as in the burial chambers).

B1. CELLAR

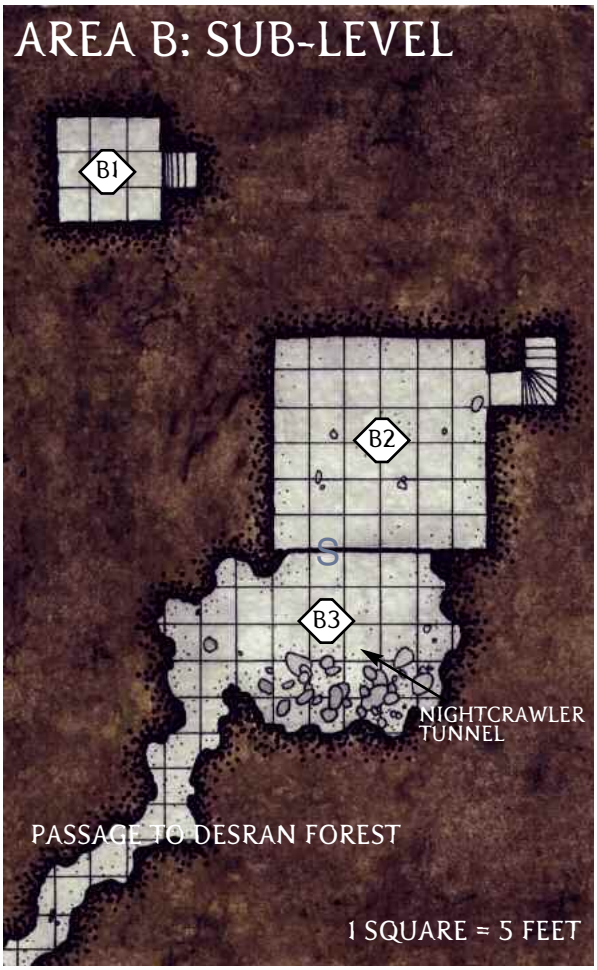
This room is full of food supplies and wine. Otherwise, it is unremarkable.

Treasure: Four bottles of wine are worth 800 gp each. A successful Search check (DC 15) is necessary to find them in the racks, and a successful Appraise check (DC 20) reveals their value.

B2. THE BURIAL CHAMBER

Alcoves, some holding stone sarcophagi, line the walls of this 30-foot by 30-foot room. By the markings on the stone archways leading into the occupied niches, three apparently contain the remains of the ancestors of The House of Vandal.

The Lords of House Vandal are interred in this chamber after their passing. Currently, three lords are buried here: Lord Ennis Vandal, Lord Ennis II, and Lord Evans Vandal. They rest in 7-foot-long stone sarcophagi. All the other alcoves in this room are still empty. The sarcophagi hold the bodies but nothing of material value.



B3. SECRET ENTRANCE (EL 16)

After following the underground passage for about a mile, it abruptly opens up into a 35-foot by 25-foot room. A portion of the southern wall has recently caved in, and it looks as though nobody has been in this room for quite some time.

A tremor suddenly shakes the ground and walls, causing dirt to rain down from the ceiling. A moment later the east wall explodes, sending a wave of dirt and rock into the room. It is followed by a mass of darkness and a wave of icy cold.

Creature: This nightcrawler has been lured to the castle by Thaylak's presence. It sensed the PCs movements with tremorsense and decided to make a meal of them.

Nightcrawler (1): hp 238; *Monster Manual* 141.

Tactics: The nightcrawler attempts to swallow as many of the group as possible. It retreats back into the earth if reduced to 20 hp or less.

LEVEL TWO (AREA C)

C1. PRIVY

This is the upstairs privy. Currently it is unoccupied.

C2. HALL (EL 14)

This hall is open on the north wall to the outside; a 4-foot-high stone rail separates you from a 15-foot-drop to the grove below.

Dominating the hall is a large humanoid creature with the features of a bull. Large bat wings extend from its shoulder blades, nearly touching either side of the hallway. A huge great axe hangs in one of its massive hands.

Creature: Ka'lyon, a half-fiend/half-minotaur, currently waits here for orders from Thaylak. Ka'lyon was one of the first creatures Thaylak called with the *demonblade*. Ka'lyon attacks the PCs to the death.

Ka'lyon, Male Half-fiend/Half-minotaur Ftr8: CR 14; Large Outsider (7 ft., 3 in. tall); HD 6d8+18 plus 8d10+12; hp 120; Init +7; Spd 30 ft., fly 30 ft. (average); AC 23, touch 16, flat footed 20; BAB +14; Grap +26; Atk +24/+19/+14 melee (2d8+14/crit ×3, +2 *Huge greataxe*) and +16 melee (1d8+4, gore), or +21 melee (1d8+8, bite), +16 melee (1d6+3, claws), and +16 melee (1d8+4, gore); SA charge 4d6+12, spell-like abilities; SQ scent, natural cunning, darkvision 60 ft., poison immunity, resistances (acid, cold, electricity, fire 20); AL CE; SV Fort +13, Ref +10, Will +9; Str 26, Dex 16, Con 17, Int 9, Wis 10, Cha 10.

Skills: Intimidate +8, Jump +16, Listen +9, Search +7, Spot +9, Swim +3*. *Feats:* Cleave, Combat Reflexes, Dodge, Great Cleave, Great Fortitude, Improved Initiative, Iron Will, Power Attack, Weapon Focus (greataxe).

*Includes –13 penalty for weight of gear carried.

Spell-like Abilities: 3/day—*darkness, poison, unholy aura*; 1/day—*desecrate, unholy blight, contagion, blasphemy, unhallow*. Caster level 14th; base save DC = 10 + spell level.

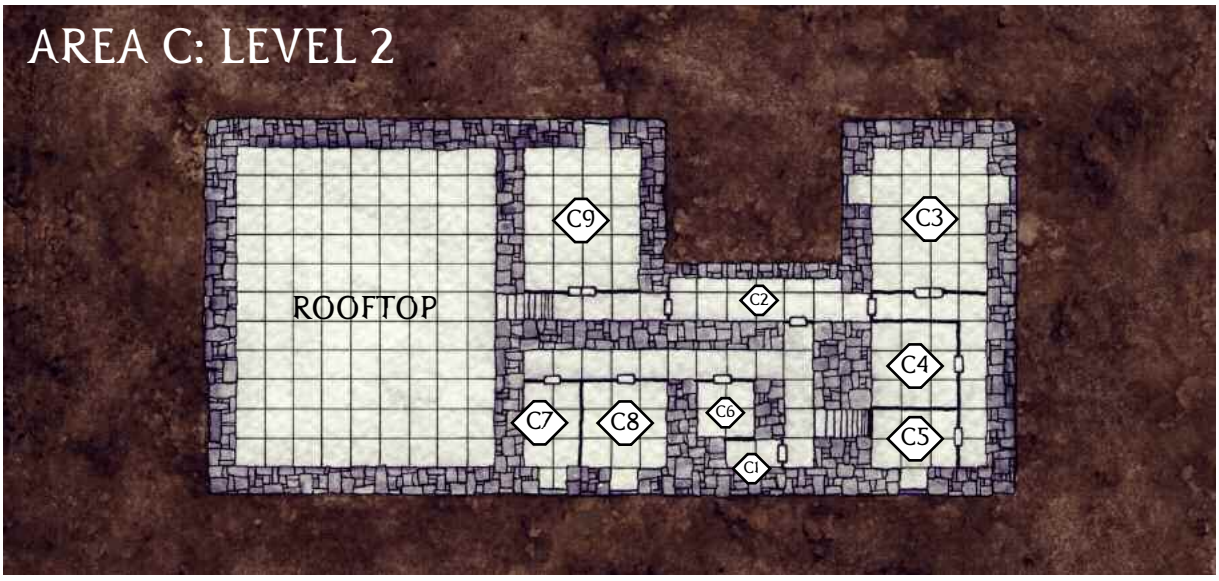
Possessions: +2 studded leather, +2 Huge greataxe, ring of protection +3, belt of shielding (as a brooch of shielding with 80 points remaining), *scarab of protection* (fully charged), *gloves of Dexterity +2, potion of invisibility, potion of cure critical wounds.*

Tactics: Ka'lyon begins battle by activating his *unholy aura*. The round following, the beast uses his *blasphemy* spell-like ability. Any creatures that succumb to the daze effect receive the full brunt of Ka'lyon's fury as he closes to melee with his axe immediately after. If reduced to less than 30 hit points, Ka'lyon activates his *darkness* and *unholy blight* before fleeing to the rooftop (area **D1**).

C3. WIZARD'S QUARTERS (EL 17)

Emshar the castle wizard lives here. He is the true reason behind the misery that has befallen Manderaun. Emshar has served as the wizard of Manderaun for years; since his appointment he has sought the *demonblade*. Knowing that the terrible sword contained the spirit of a powerful demon, Emshar wished to free it, and if not to enslave it, then to rule at its side. It was he that poisoned Lord Evans, whom he found too strong-willed to be manipulated. He then nurtured Lord Tathos's obsession with the *demonblade*. He encouraged the young lord's ego and narcissism, convincing him that with the *demonblade* he could rule the entire world, knowing all the while that it would actually destroy him.

As Thaylak began taking over Lord Tathos, Emshar realized the creature was far too powerful for even he. Now that Thaylak has taken complete control, Emshar has sworn allegiance to the beast. The wizard has endless dreams of power that he believes the demon can grant



him. He plans on using Thaylak for those purposes; when he grows powerful enough, he plans on conquering Thaylak and using him to power the *demonblade*, just as Solus did all those centuries ago.

Creature: Emshar is currently in his chambers and attacks anyone who enters uninvited.

Emshar, Male Human Wiz16: CR 16; Medium-size Humanoid (6 ft. tall); HD 16d4+16; hp 60; Init +1; Spd 30 ft.; AC 20, touch 15, flat-footed 18; BAB +8; Grap +9; Atk +9/+4 melee (1d4/crit 19–20, dagger) or +10 ranged (damage varies, ranged touch); AL LE; SV Fort +6, Ref +6, Will +12; Str 12, Dex 14, Con 12, Int 25, Wis 15, Cha 11.

Skills: Alchemy +26, Concentration +20, Knowledge (arcana) +26, Knowledge (history) +26, Knowledge (local) +26, Knowledge (the planes) +20, Scry +26, Spellcraft +26. *Feats:* Brew Potion, Combat Casting, Craft Staff, Craft Wand, Empower Spell, Enlarge Spell, Maximize Spell, Silent Spell, Still Spell, Quicken Spell.

Possessions: cube of force, bracers of armor +5, ring of protection +3, headband of intellect +4, staff of defense (25 charges), *wand of lighting bolt* (10th-level caster, 24 charges), *potion of cat's grace,* dagger, diamond dust for *stoneskin* (4 doses worth), gem for *trap the soul* ×2, and two gems worth 50 gp each.

Spells Prepared (4/6/6/6/5/5/4/4/2; base save DC = 17 + spell level): 0—*ray of frost, detect magic, mage hand, open/close;* 1st—*charm person, comprehend languages, magic missile* ×2, *obscuring mist, ray of enfeeblement;* 2nd—*darkness, glitterdust, Melf's acid arrow, protection from arrows, see invisibility, web;* 3rd—*dispel magic, fireball, fly, haste, major image, suggestion;* 4th—*charm monster, confusion, contagion, fire shield, stoneskin, wall of fire;* 5th—*dominate person, feeblemind,* quickened *shield, passwall, wall of force;* 6th—*chain lightning, circle of death,* maximized *fireball, still teleport;* 7th—*Bigby's grasping hand, delayed blast fireball, insanity, spell turning;* 8th—*iron body, trap the soul.*

In addition to the spells above, Emshar's spellbook holds the following spells.

Spellbook: 0—all; 1st—*color spray, cause fear, feather fall, hold portal, mage armor, protection from law, spider climb;* 2nd—*bull's strength, endurance, fog cloud, knock, misdirection, resist elements, spectral hand, web;* 3rd—*gaseous form, haste, invisibility sphere, lightning bolt, nondetection, sleet storm, slow;* 4th—*confusion, detect scrying, dimension door, enervation, improved invisibility, shout;* 5th—*cloudkill, sending, shadow evocation, telekinesis, wall of iron;* 6th—*acid fog, contingency, flesh to stone, legend lore, mislead, repulsion;* 7th—*forcecage, limited wish, vision;* 8th—*antipathy, maze, mass charm.*

Tactics: On the first round of combat, Emshar casts *haste,* then activates the "keeps out all things" face of his *cube of force*. PCs can attempt a bardic knowledge or Knowledge (arcana) check (DC 30) to figure out what the item is, how it works, and how best to circumvent it. In the following round, Emshar casts *iron body* and quickened *shield* on himself. On round 2, he casts *fly* and *trap the soul* on a tough-looking fighter type. On the third round, Emshar begins using any other offensive spells alternating with his *wand of lighting bolt* on any who remain a threat. If Emshar is brought below half of his maximum hit points, he casts a still *teleport* and flees to the rooftop to warn Thaylak. The *cube of force* is a powerful enough magic item to bump the EL of this encounter up by one; if the PCs have a difficult time bypassing Emshar's potent defenses, feel free to give them a clue to help them out.

Treasure: Amid Emshar's cluttered desk PCs can find a history book entitled "Davion the Sar".

Written by an elven historian by the name of Arilaun Fallenstar, the tome tells the story of Davion of Sar, a powerful human warlord who attacked Aluvia nearly 500 years ago. According to legend, Davion recovered a great and powerful greatsword that gave him incredible power (on that page there is an accurate depiction of the *demonblade*, although it is not named). The legend goes on to tell how Davion seemed to go mad after coming into possession with it, and his lust for bloodshed seemed to become insatiable. The tale says that as his evil grew, he became more powerful, drawing forces of evil to him. Davion and his mighty army cut great paths of blood through the empire until they were finally destroyed at the epic Battle of Crimson Meadows (this page shows a depiction of a great battle—humans, elves, and dwarves fighting a great host of trolls, orcs, goblins, and other foul creatures). The evil, which seemed to stem from the magic blade he found in Aluvia, survived, so it was sealed away (it does not say where), for the forces of good were unable to destroy it.

If any of the PCs have Knowledge (history), a successful check (DC 25) reveals that the picture of the sword in the book is that of the legendary *demonblade*. Another successful check (DC 25) reveals the history of the cursed weapon, as detailed in "Background."

Also on Emshar's desk is a journal that tells of Emshar's plotting and scheming, the wizard's spellbook, and two *potions of cure serious wounds*. Near the desk are many alchemical supplies (500 gp).

C4. PRAYER ROOM (EL 14)

This 15-foot by 15-foot room was once a shrine. Candles and incense holders lie scattered all over the floor, along with a smashed statue of Heironeous. Three toadlike humanoids rest in this room, poring over open books and scrolls. Upon seeing you, they leap to their feet!

This is the castle's prayer room, dedicated to Heironeous. Heironeous is greatly revered by the Kesh, who believe he had a hand in freeing them from Aluvia's yoke.

Creatures: The creatures that now inhabit this temple are three slaadi, two grays and one death, that were drawn to the castle by Thaylak's presence. If Emshar is still alive, sounds of battle alert him and he arrives within 2–5 rounds.

Gray Slaad (2): hp 79; *Monster Manual* 167.

Death Slaad: hp 132; *Monster Manual* 167.

Tactics: On the first round of combat, each gray slaad casts *power word, blind* on two of the PCs. The death slaad targets an obvious spellcaster with *implosion*. The gray slaad then targets any blind PCs with *lighting bolt* before closing to melee. The death slaad remains behind the two grays, targeting PCs with *finger of death*. If any of the slaadi is brought down to 50% or less of its maximum hit points it attempts to summon a blue slaad.

C5. NANNY'S ROOM

Staring at you—their eyes wide and unblinking—are the milky white faces of dozens of small dolls.

The nanny used to sleep in this plain, unadorned room. Other than her collection of porcelain dolls (52 × 10 gp), this room is unremarkable.

C6. MOTHER'S ROOM

A small, frail old woman sits in front of a crackling fire with her back to you. Upon hearing the door creak open, she stands and turns your way, and you see that this old woman's eyes have been torn from her head, leaving only gaping, infected sockets. A twisted grin decorates her face as she reaches out blindly and stumbles forward.

"My boy? My dear boy Tathos? Have you come to see your mother?" She croaks as she draws nearer. "I promise I won't say that again, Tathos. I swear I will be a good mother. I won't say I don't want to see you like that. Please, you're such a good son . . ." She breaks down into dry sobs. "Please . . . please son, just give me back my eyes. Please, give me back my eyes!"

Creature: This is Edina Vandal, Tathos's mother. She is quite mad. When Thaylak was first slowly taking over Tathos's mind, the demon's presence drove him insane. During that first torturous week Edina fretted over her son and made the mistake of saying that she "didn't like to see him that way." Tathos went into a psychotic fit, tore out her eyes, and locked her in her room, where she's lived ever since. Thaylak likes keeping her around just to torment her.

Edina gropes at any PC she comes in contact with, the entire time sobbing for forgiveness. It is impossible to have a conversation with her and she continues to insist that whomever she is talking to is her son Tathos.

A Heal check (DC 20) reveals that a *remove disease* spell can cure Edina of her madness but nothing can stop her grief. Any PC touching her immediately recognizes that she suffers from a fever from her infected wounds. If not treated, Edina dies within a day. A *remove disease* spell or *heal* spell cures the illness, as will a successful Heal check (DC 25).

Edina, Female Human Ari5: CR 5; Medium-size Humanoid (5 ft., 6 in. tall); HD 5d8; hp 27; Init +0; Spd 30 ft.; AC 10, touch 10, flat footed 10; BAB +3; Grap +1; Atk +1 melee (1d3–2, unarmed strike); AL LG; SV Fort +1, Ref +1, Will +6; Str 7, Dex 11, Con 10, Int 15, Wis 10, Cha 16.

Skills: Bluff +8, Diplomacy +13, Gather Information +8, Handle Animal +6, Knowledge (history) +7, Knowledge (geography) +10, Knowledge (local) +10, Knowledge (nobility & royalty) +12, Ride +6. *Feats:* Iron Will, Skill Focus (Diplomacy), Skill Focus (nobility & royalty).

Possessions: Noble clothes.

Normally a strong woman, the atrocities that Edina Vandal has witnessed her son commit have proven too much for her. She is lost in a world of grief tinged with madness. Edina has white cottony hair.

C7. STUDY

The late Lord Evans used to come to this chamber to manage the affairs of his household. All of the books on Manderaun's trade and resources can be found here.

C8. THE MISTRESS (EL 9)

A thick, plush carpet covers the floor of this room, and the air smells heavily of incense. Lying on a large four-post bed in the center of the room is a beautiful human woman dressed in rich silks. Seeing you, she rises from the bed with a smile on her lips.

Creature: This is Thaylak's mistress, a succubus by the name of Valia. She tries to seduce the strongest looking male in the group. She does not attempt to fight. If things begin to go badly for her she *teleports without error* to the roof and warns Thaylak of the intruders.

Valia, Succubus: hp 29; *Monster Manual* 41.

Treasure: The twin swords of Akia can be found hanging on the wall above the bed, crossed over each other. The twin swords are identical bastard swords of excellent craftsmanship. One is a +2 *spell storing bastard sword* while the other is a +2 *flaming bastard sword.*

Trap: The swords are protected by a magical *flesh to stone* trap that is triggered if anyone removes either sword without first uttering the phrase "long live the house of Vandal." A clue to disarming the trap can be found written on a scroll in the library (area **A18**).

Flesh to Stone Trap: CR 4; 5-foot sphere; Fortitude save (DC 20) avoids; Search (DC 27); Disable Device (DC 30).

In the drawer of the desk can be found a piece of parchment with the phrase "fire and ice" written on it, which is the phrase needed to deactivate the golems in area **A19**.

C9. TROPHY ROOM

This is the castle's trophy room. All manner of creatures can be found stuffed here—bears, cougars, foxes, a dire boar, and a griffon, just to name a few. Among the figures are two unicorns that Lord Tathos killed. He delighted in killing the beasts, coveting their beauty for his own. More recent additions of Thaylak's include stuffed townsfolk, forever posed in positions of terror and horror.

ROOFTOP

THAYLAK, CONQUEROR OF SOULS (EL VARIES)

Rain and wind pour relentlessly down and lightning and thunder tear through the skies. Near the end of the rooftop, arms extended to the heavens, is a humanoid male in black half-plate armor. Large bat-like wings extend from his shoulder blades, and his pure white hair dances atop his head like a ghostly fire. He turns and regards you with eyes of hellish flame. With a grin, he produces a dead black sword from the scabbard at his hip. The single, blood red

jewel in the pommel seems to shine brightly against the darkness of the night.

Creatures: Thaylak spends most of his days here, looking over his new "kingdom" and plotting for the future. He completed his transition from the blade into Tathos barely a day or two ago, and for the first time in one thousand years, is free. The transition irrevocably altered Tathos's body; Thaylak now appears in his true form—that of a balor.

If either Valia or Emshar fled the PCs earlier, they are here and fight with Thaylak.

Thaylak, Balor: hp 110; *Monster Manual* 42. Note that Thaylak's stats have changed slightly due to the *demonblade:* Atk +21/+16/+11 melee (2d6+12 plus 2d6 unholy damage/crit 17–20, *demonblade*); SA alter alignment, call demon (see the "Demonblade" sidebar for details).

Tactics: Thaylak gates in a balor on the first round of combat. He prefers to fly high above the PCs, out of melee range, and target spellcasters with his spells, followed by ranged attackers.

Valia prefers to fly out of range as well. She attempts to gate in a balor (10% chance of success) on the first round of combat, then uses her spell-like abilities the following rounds.

Emshar attacks with his offensive spells and *wand of lightning bolt*. If Thaylak is defeated he immediately attempts to flee.

If the blademasters are still on the walls of the castle, they begin firing their arrows at the PCs on the beginning of round 2.

CONCLUSION

If Thaylak is destroyed, all remaining demons and monsters flee the area. The King of Kesh (King Airk of House Velonous) is extremely grateful to the PCs for ridding his land of the dark creatures. He rewards them 5,000 gp each and offers them honorary knighthoods.

Now that the Lord of Manderaun has died without leaving an heir, the king looks for a new lord to look over the land and perhaps might turn to one of his newly anointed knights (even if Edina is still alive, she does not

NEW MINOR ARTIFACT: THE DEMONBLADE

The *demonblade* is an ancient weapon forged to aid the forces of evil. When created, a balor named Thaylak was bound into the blade, making it an evil intelligent sword. Once Thaylak gained his freedom, however, the sword reverted to a more mundane, although still very powerful, nature.

The *demonblade* is a *+4 keen unholy greatsword*. In addition, it possesses the following properties:

Magic Circle Against Good: The *demonblade* radiates a constant *magic circle against good* effect centered on the wielder.

Alter Alignment: Any nonevil creature struck by the *demonblade* must immediately make a Will save (DC 20) or suffer an immediate, radical alignment change. The character's alignment on the good-evil axis immediately shifts to evil, and the character's alignment on the law-chaos axis immediately moves one step closer to chaos, if possible. So a lawful good character who fails the Will save becomes neutral evil, and a neutral character becomes chaotic evil.

Only a *wish* or *miracle* can restore the former alignment, and the affected individual does not make any attempt to return to the former alignment. (In fact, he views the prospect with horror and avoids it in any way possible.) If a character of a class with an alignment requirement is affected, an *atonement* spell is needed as well if this change is to be lifted.

If a character successfully saves against this ability, he is immune to the power for 24 hours.

Call Demon: Each time a creature dies as a result of a wound dealt by the *demonblade,* the wielder can potentially call a demonic servant as a standard action. The *demonblade* must deal the killing blow to the creature (reducing it to –10 hit points) to use this ability.

The power of the demon called depends on the power of the creature slain. For every Hit Die of the creature killed, the wielder can summon 1 Hit Die of demon. So a 16th-level character struck down by the *demonblade* enables its wielder to call one 16-HD or weaker demon as a standard action. When the wielder calls the demon, he actually cuts a portal between the plane on which he stands and the Abyss, through which the called demon can then step. Travel from the wielder's plane to the Abyss is not possible through this rift. The wielder cannot call multiple demons whose Hit Dice total equals the maximum currently allowed by the *demonblade*. No more than one demon can be called when the wielder activates this ability; once a demon is called, all Hit Dice "charges" stored in the blade are lost. Undead, constructs, or other nonliving creatures slain by the blade do not grant charges.

The *demonblade* can also store Hit Die charges for a short time. If the wielder of the *demonblade* kills multiple creatures, it need not immediately call a demon for each creature killed. Instead, the wielder can store up to 20 Hit Dice of charges in the weapon to later call a more powerful demon. Thus, if the wielder kills a 6-HD creature and four 1-HD creatures, he can then call a demon of 10-HD or lower. Charges in the *demonblade* fade 24 hours after first being stored.

wish to continue living in Manderaun). If a PC takes over this position and Naythan is still alive, he swears devotion to that character. This could lead to new adventures and intrigue as the PCs adjust to life as lords of a turbulent land. If the PC refuses the honor, the king soon finds a new lord to take over Manderaun.

Possible hooks for future adventures include:

The *demonblade* needs to be destroyed; a powerful artifact of evil, although now bereft of Thaylak's insidious presence, it probably falls upon the PCs to see to it that the blade never falls into the hands of someone like Tathos again.

If one of the PCs accepts the king's proposal to become the new Lord of Manderaun, one of the neighboring lords becomes jealous and tries to create civil unrest by claiming that no outsider should rule Keshen land. The PC must either befriend the disgruntled lord before events come to a head, or seek another, more violent solution.

The nightcrawler (area **B3**) came from a place high in the Chechan Mountains. A little over a century ago, an evil stemmed from a sinister valley there—a powerful force that had long been asleep within the bowels of the mountains. Something woke it, and many dark and sinister creatures poured from the mountains, terrorizing the Keshai. For years, many Keshen warriors traveled to the place that became known as the Valley of Living Shadow in hopes of destroying the evil and gaining fame for their country. None returned. The Aluvian Empire, who ruled Kesh at the time, likewise sent soldiers into the area, with the same disastrous results.

Then one day, a powerful female warrior named Akia, who bore two magic twin swords, traveled with her few companions into the valley. Only one companion returned, and he told how Akia, by sacrificing herself, managed to seal the evil away again. Now the evil is slowly growing restless once more, and if the PCs remain in Kesh for long they soon witness attacks from nightstalkers, nightwings, nightcrawlers, and other dark beasts. Troubled by the attacks, the king might turn to the PCs to investigate the valley.

As far as Thaylak is concerned, his host body might be destroyed, but does that mean he is destroyed? Perhaps he is still alive on his native plane, dreaming of the vengeance he will serve to those who cast him back to the Abyss. Ω

APPENDIX: NEW PRESTIGE CLASS

Kesh was once a wild, hostile land, home to a nomadic people known as the Keshai. One thousand years ago, after the defeat of the Necrolord Solus the Fallen, the Dragonmaster Akaris the Golden forged the Aluvian Empire out of the shattered remains of Regenar's many lands. Over time, the Empire grew in power and its borders expanded. Lands were either slowly absorbed or taken by force. Kesh was one of the latter.

For hundreds of years the Keshai lived under the yoke of Aluvia. During that time, the Keshai trained in secret, waiting for the day that they would march against the armies of Aluvia and win back their freedom. One hundred years ago, a young warrior by the name of Luthan Velonous led a rebellion against Aluvia and won Kesh's freedom. It is said that he wielded two swords and moved like a whirlwind, cutting down all who opposed him on the battlefield. Luthan claimed that Heironeous taught him how to fight so he could lead his people to freedom and establish a kingdom. Luthan Velonous became the first king of Kesh and the first blademaster.

The blademaster is just that—a master of blades. They begin teaching their soldiers to fight with only one blade and work their way up to fighting with two blades at once. The Kesh guard their secrets jealously and rarely share their techniques with outsiders.

Hit Die: d10

REQUIREMENTS

To qualify to become a Keshen blademaster a character must fulfill all the following criteria.

KESHEN BLADEMASTER

Level	Base Attack	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+0	+0	Two-weapon fighting
2nd	+2	+3	+0	+0	Potent critical +1d6
3rd	+3	+3	+1	+1	Keen blade, flashing blades +1
4th	+4	+4	+1	+1	Weapon Focus
5th	+5	+4	+1	+1	Deflect arrow, flashing blades +2
6th	+6	+5	+2	+2	Potent critical +2d6
7th	+7	+5	+2	+2	Flashing blades +3
8th	+8	+6	+2	+2	Superior Weapon Focus
9th	+9	+6	+3	+3	Flashing blades +4
10th	+10	+7	+3	+3	Counter strike, potent critical +3d6

Base Attack Bonus: +6.
Jump: 6 ranks.
Tumble: 3 ranks.
Craft (weaponsmithing): 3 ranks.
Feats: Dodge, Expertise, Lightning Reflexes, Mobility.
Special: Must have received training in Kesh from another Keshen blademaster.

CLASS SKILLS

The blademaster's class skills (and the key ability for each skill) are Climb (Str), Craft (Int), Handle Animal (Cha), Jump (Str), Ride (Dex), Swim (Str), and Tumble (Dex).
Skill Points at Each Level: 2 + Int modifier.

CLASS FEATURES

Weapon and Armor Proficiency: The blademaster receives no additional weapon or armor proficiency.

Two-weapon Fighting: When wearing light or no armor, the Keshen blademaster can fight with two bladed (slashing) weapons as if she had the Ambidexterity and Two-weapon Fighting feats. She loses this bonus when fighting in medium or heavy armor, when using a double weapon, or if one or both weapons are not bladed weapons.

Potent Critical (Ex): Beginning at 2nd level, a Keshen blademaster deals extra damage on a successful critical hit with a bladed (slashing) weapon. This damage bonus is +1d6 at 2nd level, increases to +2d6 at 6th level, and +3d6 at 10th level.

Keen Blade (Su): Once per day, the 3rd-level Keshen blademaster can activate an ability that duplicates the effects of the *keen blade* spell (caster level equal to the blademaster's character level) on a bladed weapon the blademaster is wielding. The effect lasts for 1 round per blademaster level, and for only as long as the weapon remains in her possession.

Weapon Focus: A 4th-level Keshen blademaster gains the Weapon Focus feat (+1 to attack rolls) in a weapon of the blademaster's choice, as long as that weapon is a bladed (slashing) weapon.

Deflect Arrow: A 5th-level blademaster with a bladed weapon in hand can attempt to Deflect Arrows with it as the feat (*Player's Handbook* page 81).

Flashing Blades (Ex): As a standard action while wielding two slashing melee weapons, the 3rd-level Keshen blademaster can execute a highly skilled dance, twirling her blades about herself in beautifully choreographed, dizzying movements. On the following round, she receives a +1 bonus to attack and damage rolls made with both slashing weapons. This bonus increases to +2 at 5th level, +3 at 7th level, and +4 at 9th level.

Superior Weapon Focus: At 8th level, the blademaster adds an additional +1 bonus to attack rolls made with a weapon of her choice. The blademaster must already have Weapon Focus with this weapon; this bonus stacks with the bonus granted by the Weapon Focus feat.

Counter Strike (Ex): Once per day per three class levels, the 10th-level blademaster can attempt a counter strike with a bladed melee weapon. If struck with a melee attack, the blademaster can immediately make a melee attack roll. If the result of the blademaster's attack roll is equal to or greater than the attack roll just made by the opponent against the blademaster, the blademaster blocks the attack. In addition, if the roll is equal to or higher than the opponent's AC, the blademaster strikes the opponent and deals damage normally.

ISSUE #97 PREVIEWS

ADVENTURE PATH: SHACKLED CITY #2

By James Jacobs

The second installment in the *Dungeon Magazine* Adventure Path takes the PCs deeper into the mysteries of Cauldron and its environs. The high priest of St. Cuthbert, Sarcem Delasharn, was in the capital city attending important yearly rites during the recent spate of kidnappings. He also used his time in the city to buy important supplies for Cauldron to keep the city from flooding in the coming rainy season. But when the high priest doesn't return and the rains begin to fall, the waters in the middle of Cauldron begin to rise, threatening businesses and lives alike. It's up to the PCs to discover the fate of the high priest and find a way to prevent Cauldron from becoming a mountain lake. A D&D **Adventure Path: Shackled City** adventure for 3rd-level characters.

WINGS, SPIKES, AND TEETH

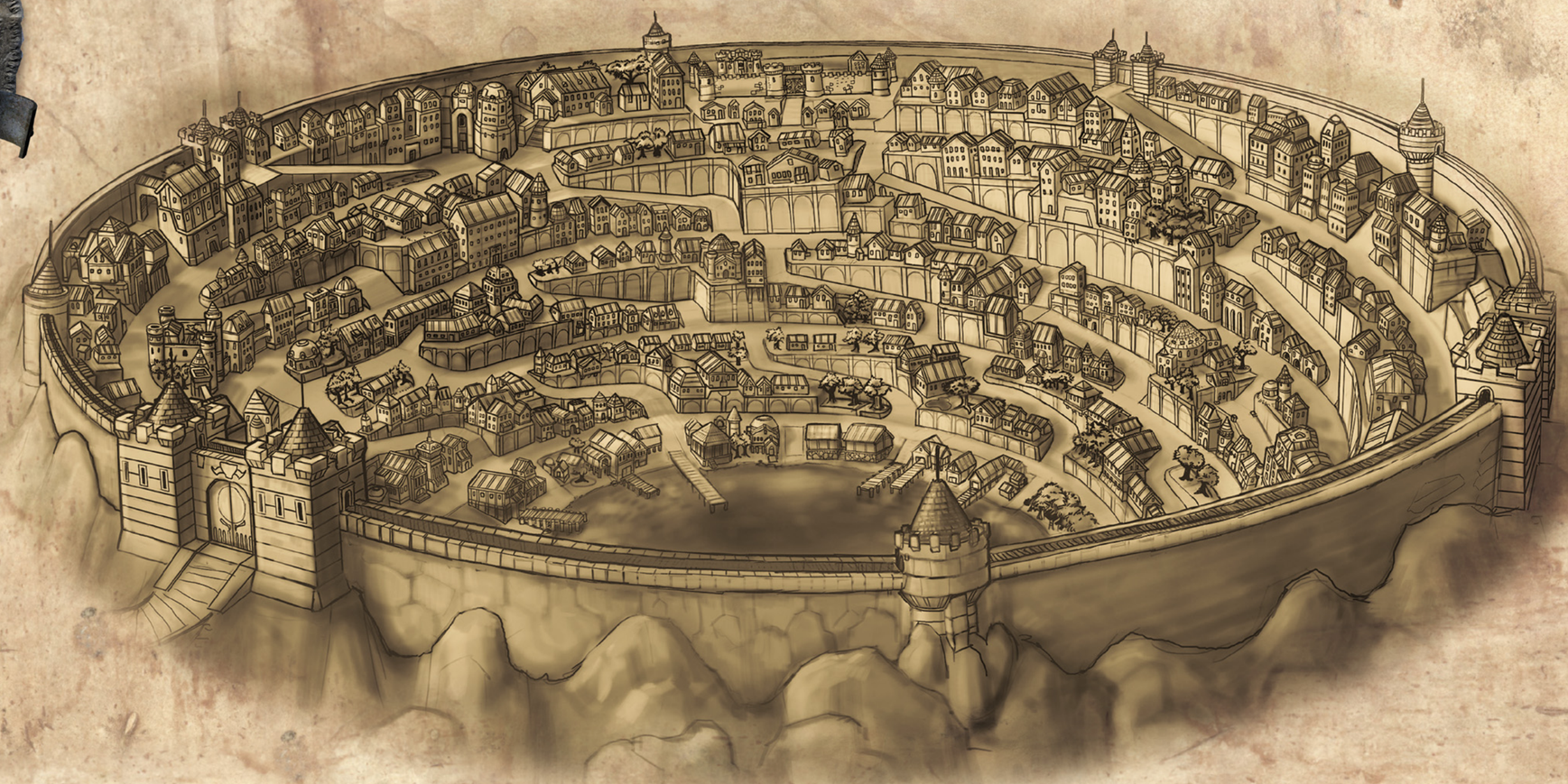
By Brian Marsden

A leader of a pride of dire lions has been usurped by a dark denizen of the mountains. Now, this new leader is forcing the pride down out of the high mountains and into civilized lands to ambush merchants and other groups traveling through a mountain pass. When the PCs enter the pride's new territory, they become the latest targets of this new threat. A D&D Side Trek for 5th-level characters.

DUNGEON®

THE SHACKLED CITY

ADVENTURE PATH



Cartography by Christopher West Illustration by Jeff Carlisle

Cauldron has seen many adventures over the years. The town's buildings, tightly packed and built from volcanic rock and wood, line the inner bowl of a nameless, dormant volcano. Cobblestone roads from concentric circles around a small lake of cold water, which fills the volcano's basin. Although the town's sewage seeps into the lake, local clerics routinely purify the water for the citizens in exchange for charitable donations to their temples.

A 50-foot-tall fortified wall of black malachite encircles the city, tracing the outer rim of the volcano. Four roads descend the outer walls of the volcano, becoming major thoroughfares that lead to other towns and distant realms. The districts nearer the rim of the city tend to be occupied by upper class families and merchants. The closer one gets to the center of town (and the closer to the pungent odors of the central lake), the shoddier the construction and the more dangerous the dark alleys.

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THE SHACKLED CITY

ADVENTURE PATH

Cartography by Christopher West Illustration by Jeff Carlisle

Cauldron survived the partial eruption of its volcanic foundations, but not without scars. Buildings collapsed and portions of the city wall crumbled. The central lake drained, its surface now two hundred feet lower than before. Piers that once provided access to its waters now jut uselessly out over a precipitous gulf.

The greatest change is in the southeast quarter—a region known now as the Rift, where cascading waterfalls churn their way down the southeastern slope. The Cathedral of Wee Jas lies in submerged ruins, along with Cauldron's dead (once kept in vast ossuaries below the temple). Weer's Elixirs and Surefoot Livery are gone as well, and House Rhiavadi has partially collapsed, its once-proud towers now a favored haunt for vagabonds. Rickety bridges allow passage over the Rift, but the area soon transforms into Cauldron's newest slum. It becomes a haven for cruelty, crime, and things that lurk in shadowed alleys, a festering canker destined to breed unforeseen new dangers for the beleaguered city.

WEST

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Dungeon WEB ENHANCEMENT
ISSUE 97

LIFE'S BAZAAR

BY CHRISTOPHER PERKINS
ARTWORK BY TODD LOCKWOOD • CARTOGRAPHY BY CHRIS PERKINS

This Web enhancement provides you with a number of extra NPCs, an additional player handout, a new trap, the statistics of the monsters from *Monster Manual II* that appear in "Life's Bazaar", and some extra campaign tidbits to use when running "Life's Bazaar" from issue #97. Enjoy!

CAULDRON NPCS

Meerthan Eliothlorn, Male Half-elf Wiz12: CR 12; Medium-size Humanoid (half-elf); HD 12d4–12; hp 24; Init +6; Spd 30 ft.; AC 12, touch 12, flat-footed 10; BAB +6/+1; Grap +6; Atk +7/+2 melee (1d4/19–20, masterwork dagger) or +8/+3 ranged (effect varies, ranged touch); SA spells; SQ half-elf traits, *permanent Rary's telepathic bond* (with various henchmen), familiar; AL NG; SV Fort +7, Ref +8, Will +9; Str 10, Dex 14, Con 8, Int 20, Wis 12, Cha 13.

Skills: Concentration +14, Decipher Script +15, Diplomacy +6, Gather Information +3, Knowledge (arcana) +20, Knowledge (history) +12, Listen +4, Profession (merchant) +5, Search +7, Spellcraft +20, Spot +4. *Feats:* Alertness (granted by familiar), Brew Potion, Craft Wand, Empower Spell, Great Fortitude, Improved Initiative, Quicken Spell, Scribe Scroll, Spell Penetration.

Spells Prepared (4/6/5/5/4/4/2; base save DC = 15 + spell level): 0—*detect magic, mage hand, message, read magic;* 1st—*expeditious retreat, feather fall, mage armor, magic missile* ×2, *shield;* 2nd—*cat's grace, invisibility, Melf's acid arrow, mirror image, see invisibility;* 3rd—*displacement, fireball, haste, lightning bolt, slow;* 4th—*dimension door,* empowered *summon monster II, stoneskin, summon monster IV;* 5th—*dominate person, summon monster V, teleport;* 6th—empowered *enervation, true seeing.*

Languages: Common, Draconic, Elven.

Possessions: +2 *headband of intellect,* +1 *cloak of resistance, brooch of shielding* (absorbs 80 points of *magic missile* damage), *amulet of proof against detection and location, bracelet of friends* (attuned to Fario Ellegoth, Fellian Shard, and five others), wand of *confusion* (15 charges), wand of *haste* (4 charges), *potion of cure serious wounds,* scroll of *dimensional anchor,* scroll of empowered *fireball,* masterwork dagger, spellbook (contents determined by DM), diamond dust for *stoneskin* (1,000 gp worth), ointment for *true seeing* (750 gp worth), pouch containing 32 pp and 110 gp.

Razzik, Weasel Familiar: CR –; Tiny Magical Beast; HD Special; hp 12; Init +2; Spd 20 ft., climb 20 ft.; AC 20, touch 14, flat-footed 18; BAB +6/+1; Grap –6; Atk +8/+3 melee (1d3–4, bite); Face/Reach 2 1/2 ft. across/0 ft.; SA attach, touch; SQ scent, improved evasion, share spells, empathic link, speak with master, speak with animals of the same type, SR 17; AL NG; SV Fort +4, Ref +6, Will +9; Str 3, Dex 15, Con 10, Int 11, Wis 12, Cha 5.

Skills: Balance +10, Climb +11, Concentration +15, Decipher Script +15, Hide +13, Knowledge (arcana) +15, Knowledge (history) +9, Move Silently +9, Spellcraft +15, Spot +4. *Feats:* Weapon Finesse (bite).

CAMPAIGN SEED: THE LAST LAUGH

Cauldron has more than one small guild of thieves, but perhaps the most influential guild is called The Last Laugh. The guild's symbol is the silhouette of a laughing jester, shown in profile. The guild oversees various rackets and specializes in security, blackmail, extortion, and assassination.

The guild's leaders, called Jesters, form an inner circle that oversees all guild activities. Speculation abounds that at least one of the guild's Jesters is a high-ranking town official or noble.

Three months ago, the inner circle learned of the arrival of an evil society called the Cagewrights. Rather than oppose the Cagewrights, the Jesters formed a pact with them. The Last Laugh provides security, masks the Cagewrights' activities, diverts the attention of the local authorities and rival guilds, and eliminates meddlesome spies and adventurers who threaten to derail the Cagewrights' plans for Cauldron. In exchange, the Cagewrights have promised the Last Laugh control of the town's "underworld" once it has been transformed into a Carcerian gate-town.

The Jesters, few in number, rely on an intricate network of spies, agents, and informants. Their immediate subordinates are called harlequins—skilled rogues and assassins who paint their faces and handle much of the guild's "dirty work." The guild also uses spies—called mimes—to infiltrate rival organizations, verify rumors, and gather information on troublesome bands of adventurers.

The Last Laugh mints its own currency by melting down sovereign coins and recasting them with the guild's jester insignia. The coins have infiltrated the local economy, and most people consider them no worse than the sovereign's gold or silver. Some see the "jester coins" as a joke, while others view them as a threat to the economic stability of the town. Although the Lord Mayor has vowed to catch the criminals responsible, the local authorities have had no success tracking down the source of the coins, leading some to suspect corruption in the local militia or the Lord Mayor's office.

PLAYER HANDOUT: KIDNAP VICTIMS

Kidnap Victims

Who	Details
Tiervan Wispwort (male gnome, age 91)	A local alchemist, Tiervan lived with two cats and ran a marginally successful business. He disappeared 88 nights ago.
Jozl Seerkin (male gnome, age 72)	A law clerk who worked for a local gnome barrister named Aezyk Gylbar, he disappeared from his home 83 nights ago.
Azmi Dresker (female human, age 19)	She worked at a local brothel and disappeared from her residence 81 nights ago. She and a coworker, Shellen Rycah, rented the house from an old woman named Martira Hathaway, who was asleep in the house that night and didn't hear or see anything.
Shellen Rycah (female human, age 20)	She worked at a local brothel and shared a house with coworker Azmi Dresker and their landlord. Shellen vanished 81 nights ago.
Krylscar Endercott (male human, age 24)	Kicked out of the local militia for drunk and disorderly conduct, Krylscar vanished from his parents' home 74 nights ago. Neither parent heard or saw anything suspicious, but they believe Krylscar may have robbed them and fled town in disgrace.
Callum Sunnyrush (male halfling, age 37)	He groomed horses and ponies for the Thantari noble family. He vanished from his room at a cozy local inn 69 nights ago.
Gryffon Malek (male human, age 33)	He worked as a barkeep at The Tipped Tankard tavern. He disappeared 66 days ago, three days before his planned wedding to a tavern barmaid.
Szordra Callagher (female human, age 35)	A self-proclaimed sage, she ran her own small bookstore. She was last seen 60 nights ago by her 18-year-old son Leagan, a mason's apprentice.

leaf 1 of 3

Who	Details
Tembor Kalavan (male human, age 25)	A local minstrel of some repute, he vanished 52 nights ago from his room in The Laughing Horse Inn.
Izzuth Mercadi (female human, age 36)	A local chandler who disappeared from the apartment above her shop 47 nights ago.
Deven Myrzzal (male human, age 18)	A lamplighter who vanished 45 nights ago. Guards found the pole Deven used to unhook hanging lanterns in the street a few blocks from his home (which was not robbed).
Jeneer Everdawn (female halfling, age 42)	A jeweler's apprentice who did volunteer work at local schools, she disappeared 40 nights ago.
Lorthan Ironfold (male dwarf, age 125)	A skilled cartwright. He and his wife, Sondor, vanished from their home 35 nights ago.
Sondor Ironfold (female dwarf, age 127)	Wife of Lorthan Ironfold, she and her husband disappeared 35 nights ago.
Rikaldo Veskar (male human, age 34)	His ransacked home contained blood droplets and blood-encrusted knives—not surprising, since Rikaldo worked as a skinner. He disappeared 31 nights ago.
Lestor Coldwater (male human, age 22)	A trained scribe and struggling poet. He and his girlfriend, Jelluth, vanished from her home 26 nights ago.
Jelluth Sirlana (female half-elf, age 33)	A struggling shoemaker who inherited her father's failing business, she vanished (along with her boyfriend, Lestor) 26 nights ago.
Elethor Ashstaff (male half-elf, age 58)	A wizard and trickster who occasionally performed minor feats of prestidigitation at birthday parties for upper-class children. A dead rat—possibly Elethor's familiar—was found in his home. He vanished 22 nights ago.

leaf 2 of 3

Who	Details
Maple (female halfling, age 32)	Last name unknown, Maple was rumored to be associated with one or more of the local thieves' guilds. She disappeared 18 nights ago.
Corystan Pike (female human, age 35)	A retired adventurer who was living on stolen loot, she walked with a cane. She disappeared from her modest abode 16 days ago.
Jasper Dzundlesput (male gnome, age 74)	A reclusive and eccentric mathematician, he is believed to have vanished nine days ago. Pieces of parchment covered with numbers and symbols littered the floor of his ransacked house.
Deakon Stormshield (male dwarf, age 12)	A bright dwarf, Deakon was taken from the Lantern Street Orphanage three nights ago. The orphanage took him in when he was six years old, after his parents failed to return from an adventure.
Evelyn Radavec (female human, age 9)	A quiet, sullen girl, she was taken from the Lantern Street Orphanage three nights ago. Her father and mother succumbed to filth fever, which spread through Cauldron seven years ago.
Lucinda Aldreen (female human, age 8)	A gregarious but superstitious child given to the Lantern Street Orphanage at age four by her poverty-stricken mother, Lucinda was abducted from the orphanage three nights ago.
Terrem Kharatys (male human, age 9)	This orphan, taken from the Lantern Street Orphanage three nights ago, is a dour and temperamental lad. His parents died shortly after his birth (circumstances unknown).

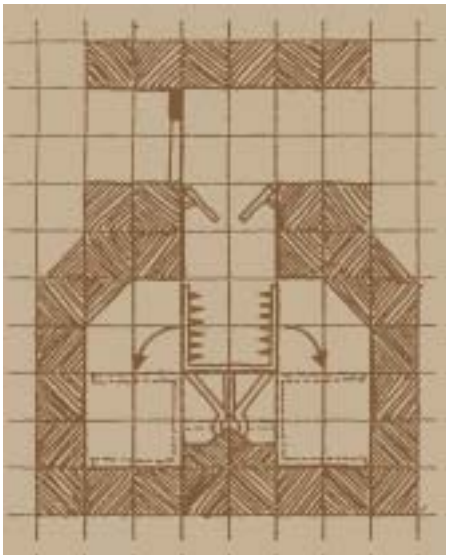
leaf 3 of 3

TILT-A-PIT TRAP

Substitute this wicked trap for any or all of the three pit traps in areas **J6**, **J12**, or **J14**. Swap the text below (this text was written for area **J6** specifically, but it also applies to the other two areas) for the **Trap** text provided in these areas. See below for information on deactivating the traps.

Trap: The 10-foot-square section of floor conceals a 20-foot-deep pit (Search check, DC 17, to detect). The pit's hinged lid opens when at least 150 pounds of weight is applied, although a successful Disable Device check (DC 17) jams the lid shut. Pulling down the lever in area **J34** locks the lid and deactivates the trap.

Anyone standing on the lid when it opens must succeed at a Reflex save (DC 15) or fall into the pit, taking 2d6 points of damage and landing prone. Once the trap has sprung, have the characters roll initiative. The pit has Dexterity 15 for purposes of determining its initiative.



The bottom half of the pit is made of wood with rows of wooden spikes embedded in two opposite-facing walls. On the first round, the lid of the pit springs shut, and the bottom half of the pit tilts 90 degrees to the south, throwing anyone within onto 1d4 wall spikes (each dealing 1d4 points of piercing damage with a successful hit).

On the second round, the pit tilts back to its original upright position. Anyone in the tilting half of the pit drops to the wooden floor of the pit and is knocked prone, but suffers no damage.

On the third round, the pit tilts 90 degrees to the north, throwing anyone within onto the other wall of spikes.

On the fourth round, the pit tilts back to its original upright position. Anyone trapped inside the tilting half falls to the bare wooden floor and is knocked prone, but suffers no damage. The pit stops tilting at this point until the trap is sprung again. If the pit's lid is held or wedged closed, the tilting continues. The lid can be pushed open with a successful Strength check (DC 10) and wedged open with a successful Disable Device or Intelligence check (DC 17).

The gear mechanisms that cause the wooden half of the pit to tilt back and forth lie 30 feet below the lip of the pit. When the pit is tilted to the north or south, these gears are clearly visible from the top of the pit. Dropping a dagger, rope, rock, or similar item into the gears requires a successful ranged attack (against AC 15) and has a 20% chance of jamming the tilting mechanisms. Conversely, a rogue lowered down to the gear mechanisms can jam them with a successful Disable Device check (DC 17). Once the gears are jammed, the pit stops tilting.

Trapped characters can smash through the wooden walls or floor of the pit to escape. They can also attempt to clamber out of the tilt-a-pit while it is upright. Getting out of the tilting half of the pit requires a Climb check (DC 10 if one uses a rope or the wooden spikes as handholds and footholds). If a knotted rope is used, the DC drops to 5.

Climbing the stone walls in the top half of the pit requires a harder Climb check (DC 20). Conversely, a character outside the pit can ready an action to reach down and pull another character out of the top half of the pit with a successful Strength check (DC 5, +1 per 20 pounds of weight).

Anyone in the unlikely position of being crushed by the

CAMPAIGN SEED: MEERTHAN ELIOTHLORN AND THE STRIDERS OF FHARLANGHN

With the help of Lord Vhalantru, the Cagewrights' dark agenda has gone unnoticed by most of the townsfolk. However, their appearance in Cauldron has caught the eye of the Striders of Fharlanghn—a loosely run organization of adventurers who watch the horizons for signs of great evil and strive to preserve the balance of power in the realm. The Striders have tracked several Cagewrights to Cauldron and seek to uncover their plans.

The Striders of Fharlanghn know that the Cagewrights worship powerful extraplanar fiends living in Carceri. Years ago, with the help of some good-aligned adventurers, the Striders attacked a cabal of Cagewrights in the realm's capital city, but not before the Cagewrights called forth one of their vile masters from the prison plane. Several Striders perished in the battle, but the fiend was eventually banished back to Carceri, and the surviving Cagewrights were routed.

The Striders of Fharlanghn have sent one of their own, a neutral good half-elf named Meerthan Eliothlorn (Wiz12), to undercover the Cagewrights' machinations in Cauldron. Meerthan, posing as a dwarven merchant named Tyro Amberhelm, has a room at The Drowning Morkoth Inn. He suspects that the Cagewrights are behind the recent string of kidnappings. When the Church of St. Cuthbert hires the heroes to investigate the matter, Meerthan takes interest in their activities and sends invisible agents to follow them as they make their way underground. If the heroes get in a bind, these agents might come to their rescue at some opportune moment.

tilt-a-pit takes 4d6 points of damage, or half damage if a Reflex save (DC 15) succeeds.

Tilt-a-Pit (20 feet deep): CR 3; 2d6 points of damage (fall) plus +3 melee (1d4 points of piercing damage, 1d4 spikes per wall); Reflex save (DC 15) prevents fall; Search (DC 17); Disable Device (DC 17).

Tilt-a-Pit Walls and Floor (sturdy wood): 3 in. thick; Hardness 5; hp 45 per 5-foot-by-5-foot section; Break DC 21.

Tilt-a-Pit Gearworks (sturdy wood): 2 in. thick; Hardness 5; hp 30; Break DC 21; Disable Device (DC 17).

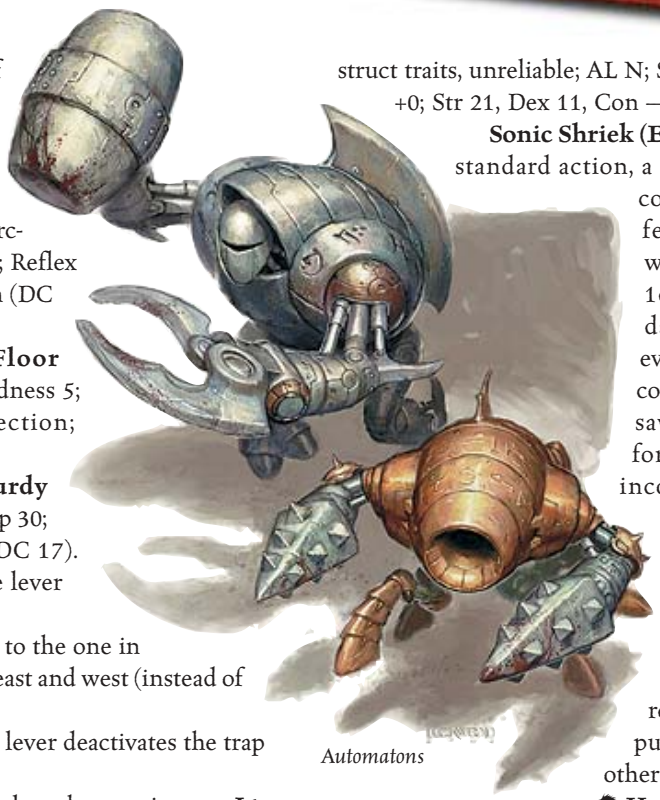
Area **J11**: Pulling down on the lever deactivates the trap in area **J12**.

Area **J12**: This trap is identical to the one in area **J6**, except the pit tilts to the east and west (instead of north and south).

Area **J13**: Pulling down on the lever deactivates the trap in area **J14**.

Area **J14**: The trap is identical to the one in area **J6**, except the pit tilts to the east and west (instead of north and south).

Area **J34**: Pulling down on the lever deactivates the trap in area **J6**.



Automatons

MONSTER MANUAL II CREATURES

"Life's Bazaar" uses several monsters from *Monster Manual II*. To conserve space, their complete statistics were omitted from the adventure text, but that information has been provided as a service here to accommodate our readers who do not own *Monster Manual II*. We highly encourage those readers who have not yet picked up a copy of this supplement to do so, as the information provided here is skeletal, at best—intended only to provide you with the minimal information necessary to run the adventure.

Pulverizer Automaton: CR 3; Medium-size Construct; HD 3d10; hp 28; Init +0; Spd 40 ft., burrow 5 ft.; AC 21, touch 10, flat-footed 21; BAB +2; Grap +7; Atk +7 melee (1d6+5, slam); SA sonic shriek; SQ blindsight 40 ft., construct traits, unreliable; AL N; SV Fort +1, Ref +1, Will +0; Str 21, Dex 11, Con —, Int —, Wis 9, Cha 4.

Sonic Shriek (Ex): Once per round as a standard action, a pulverizer can loose a cone of sonic energy 30 feet long. Everything within the cone takes 1d8 points of sonic damage. In addition, every creature within the cone that fails a Fortitude save (DC 13) is stunned for 1 round. (This value incorporates a +5 racial bonus to the save DC.)

Unreliable (Ex): At the beginning of each round in which the automaton attempts to act, roll 1d20. On a result of 11 or better, the pulverizer acts normally; otherwise, it takes no action.

Hammerer Automatons (2): CR 3; Medium-size Construct; HD 5d10; hp 25, 22; Init +0; Spd 20 ft.; AC 21, touch 10, flat-footed 21; BAB +3; Grap +10; Atk +10 melee (2d8+10, slam) or +10 melee (special, pincer); SQ construct traits, unreliable; AL N; SV Fort +1, Ref +1, Will +0; Str 25, Dex 11, Con —, Int —, Wis 9, Cha 4.

Unreliable (Ex): At the beginning of each round in which the automaton attempts to act, roll 1d20. On a result of 11 or better, the hammerer acts normally; otherwise, it takes no action (although its pincer can maintain its hold on grappled prey).

Common Raggamoffyn: CR 3; Medium-size Construct; HD 3d10; hp 16; Init +2; Spd 30 ft., fly 30 ft. (clumsy); AC 17, touch 12, flat-footed 15; BAB +2; Grap +4; Atk +4 melee (1d6+3, slam); SA improved grab, wrap, control host, suffocate; SQ darkvision 60 ft., construct traits; AL N; SV Fort +1, Ref +3, Will +3; Str 14, Dex 15, Con —, Int 10, Wis 15, Cha 17.

Improved Grab (Ex): If a raggamoffyn hits a Small or Medium-size opponent with its slam attack, it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity. If it gets a hold, it

CAMPAIGN SEED: ZENITH SPLINTERSHIELD

A dwarven defender named Zenith Splintershield once commanded the Malachite Fortress's dwarven garrison. Ten years ago, this paragon among dwarvenkind left the fortress to wage war against the monsters of the Underdark and never returned. Although his campaign undoubtedly failed, he may still dwell in some deep dungeon, a half-crazed zealot bent on purging evil from the subterranean realm or an imprisoned foe of the mind flayers, derro, or another Underdark menace.

can attempt to wrap (see below) in the next round. Alternatively, it has the option to conduct the grapple normally, dealing slam damage with each successful grapple check it makes during successive rounds.

Wrap (Ex): With a successful grapple check, the raggamoffyn can wrap itself around a foe it has already grappled successfully. It forms a skintight layer around the wrapped creature, leaving just enough space for the creature to breathe through its nose and mouth. Attacks on such a target deal half their damage to the raggamoffyn and half to the wrapped creature. A wrapped creature can extract itself with a successful grapple check. Once it has wrapped a creature, the raggamoffyn attempts to control it on its next action.

Control Host (Su): A raggamoffyn can attempt to take control of a creature it has wrapped (as the *dominate monster* spell). Resisting the raggamoffyn's control requires a successful Will save (DC 14). The monster can relinquish its control over the host by physically and mentally disengaging itself from the latter's body.

Suffocate (Ex): The raggamoffyn can asphyxiate a wrapped creature by drawing air from its lungs. This attack automatically deals 1d4 points of damage per round.

Grell: CR 3; Medium-size Aberration; HD 5d8+10; hp 32; Init +2; Spd 5 ft., fly 30 ft. (perfect); AC 16, touch 12, flat-footed 14; BAB +3; Grap +20; Atk +4 melee (1d4+1, 10 tentacles), –1 melee (2d4, bite); Face/Reach 5 ft. across/5 ft. (10 ft. with tentacles); SA improved grab, paralysis; SQ blindsight 60 ft., immune to electricity and paralysis, tentacle regeneration; AL NE; SV Fort +3, Ref +3, Will +4; Str 12, Dex 15, Con 14, Int 10, Wis 11, Cha 9.

Skills: Hide +12, Listen +4, Move Silently +12, Spot +8. *Feats:* Flyby Attack.

Improved Grab (Ex): If the grell hits a Medium-size or smaller opponent with a tentacle attack, it deals normal tentacle damage and attempts to start a grapple as a free action without provoking an attack of opportunity. Each successful grapple check during successive rounds automatically deals tentacle damage.

Paralysis (Ex): Any creature hit by a grell's tentacle must succeed at a Fortitude save (DC 14) or be paralyzed for 4 rounds.

Tentacle Regeneration (Ex): Foes can attack the grell's tentacles, but only when those appendages are actually holding an opponent. A tentacle has AC 19 (touch 12) and 10 hit points. A lost tentacle grows back in 1 day.

Dread Guard: CR 2; Small Construct; HD 4d10+5; hp 27; Init +0; Spd 20 ft. (can't run); AC 18, touch 10, flat-footed 18; BAB +3; Grap +2; Atk +4 melee (1d4+3/×4, masterwork hook), +0 melee (1d6+1/×3, masterwork hammer); SQ cold and fire resistance 10, construct traits; AL N; SV Fort +1, Ref +1, Will +2; Str 17, Dex 11, Con —, Int 6, Wis 13, Cha 2.

Possessions: Masterwork gnome hooked hammer.

Pyllrak Shyraat, Male Durzagon: CR 4; Medium-size Outsider (evil, lawful); HD 5d8+10; hp 32; Init +6; Spd 30 ft.; AC 13, touch 12, flat-footed 11; BAB +5; Grap +7; Atk +7 melee (1d6+2, 2 claws), +2 melee (1d6+1, bite), +2 melee (1d3+1 plus poison, beard); SA beard, poison, spell-like abilities; SQ acid, cold, electricity, and fire resistance 20; immune to paralysis, phantasms, and poison; darkvision 120 ft.; DR 10/+1; duergar traits; light sensitivity; SR 15; AL LE; SV Fort +6, Ref +6, Will +4; Str 15, Dex 14, Con 15, Int 14, Wis 11, Cha 8.

Skills: Appraise +10, Diplomacy +3, Listen +11, Move Silently +14, Search +10, Sense Motive +8, Spot +11. Feats: Alertness, Improved Initiative, Power Attack.

Languages: Common, Dwarven, Infernal, Undercommon.

Possessions: Small bone box containing 180 gp, *bag of holding* (Type 1) containing 4 torches, 4 tindertwigs, a 50-foot length of hemp rope, a *potion of cure moderate wounds*, and a *potion of alter self*.

Beard (Ex): If Pyllrak hits a single opponent with both claw attacks, he automatically hits with his beard attack as well.

Poison (Ex): A successful beard attack injects the victim with a sulfuric poison (Fortitude save DC 14; initial 1d4 Str damage; secondary 1d2 Str drain).

Spell-like Abilities: 3/day—*darkness*; 1/day—*desecrate, enlarge* (self only), *invisibility, unholy blight*. Caster level 10th; save DC 9 + spell level.

Duergar Traits: Pyllrak gains a +1 racial bonus on attack rolls against goblinoids and orcs, a +2 racial bonus on Will saves against spells and spell-like abilities, and a +4 dodge bonus to AC against giants.

CAMPAIGN SEED: CORYSTON PIKE

Coryston Pike's adventuring career may have been cut short, but if she survives her experience in the Malachite Fortress, the PCs will have gained a useful ally. Her father, Dovin Pike, leads a powerful merchant cartel in the realm's capital city, and she has access to contacts and resources not usually available to a character of her level. Her father has little respect for adventurers in general, but Coryston knows many ways to creep into his heart. She also enjoys manipulating her father's sycophantic underlings to secure expensive items (including single-use or charged magic items) at a reduced price. Provided the heroes don't need an item immediately, she can get it for them in 1d4+3 days at a discount (25% for potions and scrolls, 10% for everything else).

When she is not locked away in some subterranean prison, Coryston keeps abreast of events around her. PCs can tap her knowledge of local rumors, as well as her knowledge of people and places in Cauldron.

CAULDRON NAME GENERATOR

If the characters explore Cauldron, you might need to generate names for innkeepers, town guards, nobles, and other NPCs. The following tables provide first and last names for Cauldronites of each of the *Player's Handbook* races.

HUMAN NAMES

First Name	Last Name
☐ Azathan	☐ Arktaros
☐ Drand	☐ Belios
☐ Essuth	☐ Dalskar
☐ Isaal	☐ Deveron
☐ Jax	☐ Gorgoran
☐ Kellen	☐ Jarovar
☐ Ouryn	☐ Malifost
☐ Pellir	☐ Rhomus
☐ Skylar	☐ Scirulant
☐ Svaal	☐ Skilori
☐ Thavalar	☐ Thetrec
☐ Xaligor	☐ Vaine
☐ Zharys	☐ Veermont

DWARF NAMES

First Name	Last Name
☐ Azryn	☐ Arduun
☐ Bolgrim	☐ Crystalmantle
☐ Daradem	☐ Eskan
☐ Dwergal	☐ Grymlorn
☐ Fulgar	☐ Ioskar
☐ Gardrid	☐ Kraghammer
☐ Jarwyn	☐ Lhorakas
☐ Kielmorn	☐ Morilag
☐ Nazwyg	☐ Opalshale
☐ Reivark	☐ Ruthar
☐ Thervain	☐ Splintershield
☐ Thracken	☐ Urjak
☐ Valkyth	☐ Zyn

ELF AND HALF-ELF NAMES

First Name	Last Name
☐ Aelbrar	☐ Amazanth
☐ Coriolar	☐ Casimil
☐ Dalfien	☐ Devarien
☐ Faragel	☐ Duskhaven
☐ Garthael	☐ Farethel
☐ Kethevar	☐ Kyantas
☐ Naelan	☐ Melryth
☐ Raerthan	☐ Moonwhisper
☐ Ruafevar	☐ Ryorlyth
☐ Sylfer	☐ Solruil
☐ Thariel	☐ Tesseraith
☐ Vilqueril	☐ Uthquel
☐ Yaervan	☐ Zyrrlas

GNOME NAMES

First Name	Last Name
☐ Berendal	☐ Ardol
☐ Callab	☐ Deldor
☐ Erf	☐ Farlander
☐ Gargin	☐ Hellen
☐ Jarran	☐ Kaerwyd
☐ Killikin	☐ Lembic
☐ Milgee	☐ Lund
☐ Nebron	☐ Myddion
☐ Ophedes	☐ Ruperil
☐ Paulpin	☐ Rallascant
☐ Querban	☐ Tamolak
☐ Razjem	☐ Wandwaver
☐ Urbran	☐ Yhoyas

HALFLING NAMES

First Name	Last Name
☐ Arvandor	☐ Berryput
☐ Barris	☐ Brambleshade
☐ Cal	☐ Cozyburrow
☐ Cyrlan	☐ Goodfellow
☐ Daravel	☐ Hillwort
☐ Eremor	☐ Meadowpatch
☐ Glyn	☐ Merryfield
☐ Lialee	☐ Pathstrider
☐ Lilypad	☐ Rootroof
☐ Melreen	☐ Summerglen
☐ Perylor	☐ Tricklebrook
☐ Revel	☐ Wanderfar
☐ Tillian	☐ Winterfoot

HALF-ORC NAMES

First Name	Last Name
☐ Cressyk	☐ Axeface
☐ Darnath	☐ the Crooked
☐ Evelkor	☐ Darkborn
☐ Felldrak	☐ the Furious
☐ Hralyk	☐ the Halfwrought
☐ Krewen	☐ the Impudent
☐ Llarduen	☐ Longjaw
☐ Orloth	☐ Mudmane
☐ Rath	☐ the Rotten
☐ Rulkriss	☐ Shadowscar
☐ Sharvakas	☐ Wormblade
☐ Surjon	☐ the Wretched
☐ Ulskorn	☐ Yellowtusk

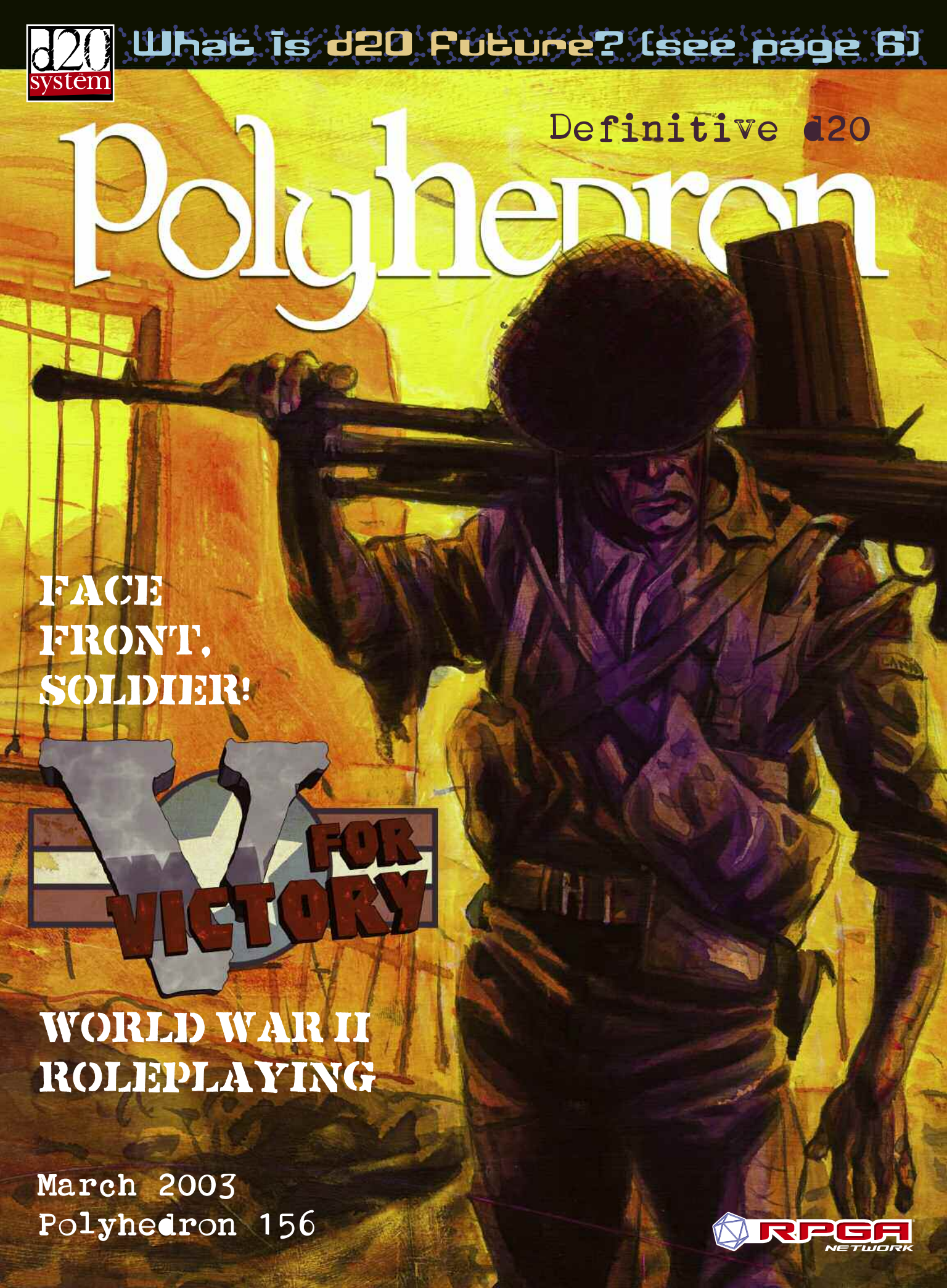
Use the check boxes to keep track of names you have already used.

d20 system

What is d20 Future? (see page 6)

Definitive d20

Polyhedron



FACE FRONT, SOLDIER!

V FOR VICTORY

WORLD WAR II ROLEPLAYING

March 2003
Polyhedron 156

RPGA NETWORK

Table Talk

The Only Constant (Mark III)

In the three and a half years I've been editor of *Polyhedron*, the magazine has seen three different formats. Long-time RPGA members will recall the 32-page two-color *Polyhedron*, filled to bursting with the latest updates on the Living City campaign, the Network Clubs Decathlon, and articles offering advice from one Network member to another.

The birth of Third Edition Dungeons & Dragons and the establishment of the Living Greyhawk campaign, timed with the streamlining of the UK *Poly* with the US version, brought about the first major shift to hit the magazine in years, starting back in issue #144 (October, 2000). Twice its original size and full color to boot, the *Polyhedron* of those days had a lot of enthusiastic, heady things to say about a rapidly growing, global organization of gamers poised to take the world by storm.

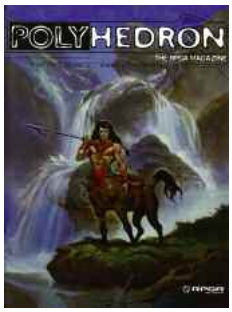
Unfortunately, the storm turned nasty very quickly in the form of budget cuts and layoffs that hacked away at Network staff and sent *Polyhedron* and its editor to a different department of publisher Wizards of the Coast. Enter the combined *Dungeon/Polyhedron* format, the introduction of the d20 Mini-Game concept, and the current look of the magazine. More people are reading *Polyhedron* than ever before, letters and Internet feedback have been very kind, and the magazine has never looked better. Things have been stable around here for more than a year.

So, of course, everything's about to change.

Starting with our May issue, which should be available in about two months, *Dungeon/Polyhedron* is going monthly. The new magazine will be about 100 pages long, will sell for $6.99, and will retain the current two-cover "flippy" format. The first issue will feature roughly 60 pages of *Dungeon* and 40 pages of *Polyhedron*. The June issue reverses the page ratio, and we'll keep flip-flopping for the forseeable future. *Dungeon's* format will remain the same whether big or small, but *Poly's* going to get a bit weird. Our 60-page issues will contain a d20 System Mini-Game and the usual assortment of d20 news, interviews, and reviews, as well as a handful of new features.

The "short" months will not contain a Mini-Game. Instead, we'll use that space as an opportunity for more in-depth coverage and support of existing Mini-Games, *d20 Modern*, and other d20 System and Open Game License games by Wizards of the Coast and third-party publishers. Long-suffering fans of the *Star Wars Roleplaying Game* will finally get additional support in the form of adventures and regular features. We've got additional surprises in store, including new columns, new features, and an all-new look.

You'll also be seeing a lot more of the RPGA Network. Over the past year, the bulk of the Network's efforts and resources



have been funneled to Living Greyhawk, its most popular program (not to mention the most popular D&D campaign in the world). We've been keeping up with the campaign in the *Living Greyhawk Journal* section of *Dragon Magazine*, which (coupled with the fact that many longtime RPGA programs no longer exist) has led to rather anemic RPGA support here in *Polyhedron*. So, effective next issue, we'll be moving the *Living Greyhawk Journal* from *Dragon* to *Polyhedron*, to appear regularly in the 40-page issues.

The RPGA has more than just Living Greyhawk up its sleeves, though, as Ian Richards explains in this month's *News from the Top*. To see what the new Player Rewards program means for this magazine, pick up our May issue. It'll look a bit different and cost a little less, but we think you'll find it every bit as worth your while.

Erik Mona
Polyhedron@paizopublishing.com

First Watch

Previews, notes & news on the world of d20 gaming

On the Horizon:
THE d20 FUTURE EXPANSION

The team that brought you Dungeons & Dragons and the *d20 Modern Roleplaying Game* are hard at work on the next big thing, scheduled for release in 2004.

The *d20 Future* expansion will provide definitive d20 rules for roleplaying games set in tomorrow's world and beyond. It will explore and support any speculative, futuristic setting you can imagine, including cyberspace action-adventures (a la *The Matrix*), deep-space "bug hunts" (a la *Aliens*), futuristic technothrillers (a la *Minority Report*), and dystopian visions of future Earth (a la *Bladerunner*). The book intends to provide a foundation upon which entire science-fiction campaign settings can be built.

The *d20 Future* expansion uses the rules for character creation and combat presented in the *d20 Modern Roleplaying Game*, but expands them to include new rules "modules" for cybernetics, space travel and zero-g combat, radiation poisoning, surviving hostile planetary environments, genetic manipulation, and other scientific and sci-fi mainstays. You choose which rules modules to use, combining them to form whatever style of futuristic game you prefer. In addition to providing rules modules, *d20 Future* will include 2–4 ready-to-play campaigns, similar to the style of *d20 Modern*'s *Shadow Chasers*, *Agents of PSI*, and *Urban Arcana*. You've already seen one experimental "future" campaign—Dave Noonan's *Mecha Crusade*, in *Polyhedron* #154. Watch these pages for glimpses of new *d20 Future* campaign settings, as they evolve.

In addition to providing attachable and detachable rules modules, the *d20 Future* expansion will describe new advanced classes (based on common sci-fi character archetypes), new skills and feats, futuristic technology, aliens and androids, mutations, psionic powers, and other elements prevalent in science and speculative fiction.

The *d20 Future* expansion will be a full-color hardcover book designed for use with the *d20 Modern Roleplaying Game* core rulebook (now available in game and hobby stores).

Bolt and Quiver by Stan!

BOLT, IF YOU'D JUST PUT YOUR FEET UP AND RELAX, I PROMISE THAT YOU'LL START FEELING BETTER RIGHT AWAY.
I SEE NOT HOW, BUT...
...THOUGH I AM DUBIOUS, I WILL DO AS YOU SUGGEST, MY INSOUCIANT COMPANION.
TRUST ME.
THUNK
HELP! A BEHOLDER IS ATTACKING THE TOWN!
HUZZAH!
I'LL NEVER DOUBT YOU AGAIN, MY FRIEND!
Stan!
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WWW.BOLTANDQUIVER.COM

Exploring the URBAN ARCANA campaign setting

Keep an Eye on Your Enemies

The *Urban Arcana* campaign setting is a dangerous place for *d20 Modern Roleplaying Game* characters. In order to stay one step ahead of your enemies, you'll need the latest surveillance equipment. *Urban Arcana* hits the streets in May, but *Polyhedron* has your back with this preview of some of the book's best espionage equipment.

Bug Sweeper

A bug sweeper is a handheld device that measures radio frequency signals and looks for "suspicious" wavelengths. It gives a +5 equipment bonus on Search checks when trying to find microtransmitters. (*Purchase DC:* 21; *Weight:* 4.5 lb.)

Fiber Optic Camera

This is essentially a tiny camera mounted on a flexible cable, allowing users to peer into places they want to view. The camera includes a small viewer and can be connected to a video camera or monitor. Using the camera properly requires a DC 10 Computer Use check. (3-foot cable w/viewer: *Purchase DC:* 17; *Weight:* 3.5 lb.; 6-foot cable w/viewer: *Purchase DC:* 18; *Weight:* 4.5 lb.; 9-foot cable w/viewer: *Purchase DC:* 19; *Weight:* 5.5 lb.)

Microphone, Laser

Trying to hear someone from a distance can be difficult if there's something in the way. A laser microphone bypasses this problem by measuring the vibration on a nearby glass surface (such as a window). The listener can hear past a glass window and ten feet around that area. The device does not work on any other type of surface. A laser microphone has a range of 100 feet. (*Purchase DC:* 18; *Weight:* 3.5 lb.)

Microphone, Pick Up

The standard microphone, designed to "pick up" sounds within a few meters. A standard microphone can pick up all sounds within 10 feet and still be audible, granting a +5 equipment bonus to Listen checks. Sounds beyond that range can only be heard on a Listen check (DC 15 + 1 for each additional foot). (*Purchase DC:* 12; *Weight:* .5 lb.)

Microtransmitter

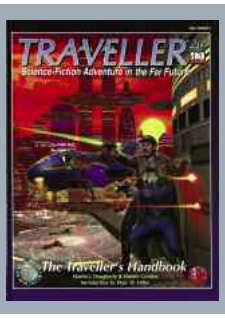
Commonly called a "bug," this tiny microphone is the size of a nickel, sending a signal to a waiting transmitter. Average-quality bugs have a range of 100 feet, good-quality bugs have a range of 300 feet, and amazing-quality bugs can reach one mile. For +1 DC to the purchase price, microtransmitters can be built into pens, calculators, clocks, and other mundane items.

Finding a microtransmitter requires a Search check opposed by the Hide skill of the person who planted it. A good-quality microtransmitter grants a +1 equipment bonus on Hide checks. An amazing-quality microtransmitter provides a +2 equipment bonus on Hide checks. (Average Quality: *Purchase DC:* 11; *Weight:* —; Good Quality: *Purchase DC:* 12; *Weight:* —; Amazing Quality: *Purchase DC:* 14; *Weight:* —.)

Video Shades

Incorporating a tiny "pinhole" camera and a microtransmitter, these otherwise ordinary sunglasses see and transmit whatever the wearer sees. There are two models—one transmits in black and white and the other in color. Video shades include a microtransmitter with a range of 150 feet. (Black & White: *Purchase DC:* 23; *Weight:* —; Color: *Purchase DC:* 24; *Weight:* —.)

Traveller 20 Brings Back Space Opera



Traveller 20: The Traveller's Handbook
Concept: Science-Fiction Adventure in the Far-Future
Design: Martin J. Dougherty and Hunter Gordon
Publisher: Quicklink Interactive
Format: 442-page black and white hardcover with 16 full-color pages scattered throughout
Price: $44.95 US
For more information, visit www.paizo.com and check out T20: Diary of a GM.

Why would anyone who plays the d20 *Star Wars Roleplaying Game* want to strike out into a new universe with *Traveller 20: Science-Fiction Adventure in the Far Future?* Both use the d20 rules and, except among hardcore gamers, *Star Wars* is a significantly more popular intellectual property. Having served as GM in both universes, the answer seems clearer with the release of the *Traveller's* newest version.

The *Star Wars Roleplaying Game* is primarily for those of us who want to jump into the rich background story of the film. We relish the details and references from that particular universe, adding our own nuances here and there, but always alert lest we disrupt the continuity of the canon. *Traveller* is largely for those who want to create space fantasy, space opera or even (somewhat) hard science-fiction from whole cloth.

T20, like the classic *Traveller* (1977), *MegaTraveller* (1985), and *GURPS: Traveller* (1999) before it, is the ultimate min-maxers playground. In addition to offering two additional attributes to the standard d20 fare (Education and Social Standing, familiar from the original game), *T20's* character creation features a delightful ritual of assisting players in creating a prior history for their characters.

As in the classic versions, character generation becomes a mini-game in itself as one decides whether to go to university, enlist in military service, or jump right into adventuring. Every decision has consequences and many involve a quick calculation of risk versus reward. In some ways, it is like abstracting the first few levels of a multiclass character in other d20 games.

Also true to the *Traveller* tradition, *T20* features a heavy emphasis on building one's own worlds. No one is tied to the generic universe since the core book features more than 30 pages to take a GM step-by-step from big bang through hydrographic coverage and on to political and economic considerations. In fact, *T20* is such an open architecture that it also features more than 50 pages of design sequences to help players create custom computers, vehicles, and starships from scratch. Players who love to play with stat blocks have plenty to nibble on.

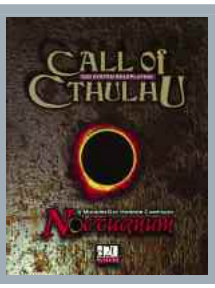
T20 uses the familiar d20 mechanics with a few intriguing modifications. The designers chose to modify melee attacks with the Dexterity modifier instead of the Strength modifier to emphasize speed and finesse over brute strength. *T20's* hit point system uses Stamina for hit points and Lifeblood (Constitution) for wound points. Armor functions as both Armor Class (the "to hit" rating) and as an Armor Rating (a "penetration" factor) that removes a number of damage dice equivalent to the rating. Once you understand how this works, you can see how it adds tension to every firefight. You no longer have to reduce the Stamina points to zero or get a critical hit before the victim could start losing Lifeblood.

Gamers who love tinkering with rules systems to exact the best possible advantage will love *T20*. There are so many options and variations that it would take years to try out everything, even in a weekly campaign. After playing in a *Traveller* campaign for two years and running one for five years, I thought I had seen everything. Now, I know the universe is bigger than I ever imagined.

[Johnny L. Wilson]

Alien Races Threaten the Earth

Nocturnum
Concept: Modern-Day *Call of Cthulhu* d20 Campaign
Design: Christian T. Peterson and Darrell Hardy
Publisher: Fantasy Flight Games
Format: 304-page black and white softcover with numerous handouts
Price: $29.95 US



Nocturnum is a three-part modern-era adventure for the d20 System *Call of Cthulhu* roleplaying game. Without giving too much away, *Nocturnum* revolves around two alien races, one of which is stranded on Earth and built a device to pull its race's starships to our planet. The other wants to blast its way out of our dimension and into its home dimension by powering the first race's device with human psychic energy. Nyarlathotep also gets involved, and things get very messy by the end.

I liked a lot of things about *Nocturnum*. I liked the use of narrative sidebars to convey mood and character. I found several scenes genuinely creepy to read, including one in which the investigators discover a child's paintings that somehow reveal glimpses of other times. *Nocturnum* provides maps, player handouts, and strong editing. All the information you need to run the campaign is present, including advice on working the adventure into an existing campaign. The binding was strong enough to withstand my handling while critiquing it; the text is legible and large enough for easy reading. The cover is slick and eye-catching.

A Critical Look

Nocturnum is very spotty about presenting skill check DCs. Some are present, and some you have to figure out using the *Call of Cthulhu* d20 rulebook. The designers don't always present information that could be important, like how long it takes to walk from a car crash to a nearby hotel. The authors' science is occasionally questionable, particularly in terms of how comets behave and the temperatures in caves.

Occasionally, the campaign refers to a character by name and assumes the reader remembers everything about that character. A GM will certainly want to read each section thoroughly before running it and create a tip sheet for himself that includes critical story information from that section and a list of who's involved and why.

The adventure doesn't provide the CRs of its new monsters, nor does it indicate what level the investigators should be at the start of the campaign (I believe you could start with 1st-level investigators). In a few cases, the GM's job would be easier if the campaign included player maps as well.

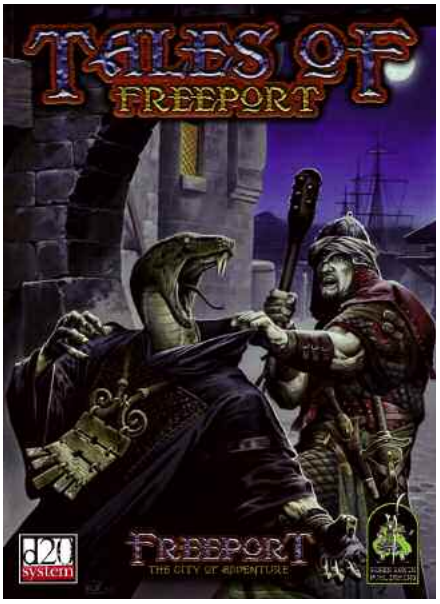
Overall, I recommend *Nocturnum*. It's well written, tightly plotted, and contains some genuinely creepy moments. You can easily adapt the adventure to a *d20 Modern* campaign in either the *Urban Arcana* or *Shadow Chasers* campaign models. I hope Fantasy Flight Games continues to produce products of this caliber.
[Rich Redman]

Release Roundup

The melting snows of March reveal one of the most intriguing assortments of d20 System products since the release of the license.

Bastion Press

Gamemasters looking to shed some light on the secrets of the mysterious folk inhabiting the forests and old places of their campaign world should check out *Faeries*, Bastion's 96-page d20 System sourcebook on all things fey. With insights into the secrets of faeries and rules on playing fey characters, the $24.95 you spend on *Faeries* might just make the difference between being the victim of cruel woodland practical jokes and getting to play a few practical jokes of your own.



Fantasy Flight Games

Since the birth of the d20 License, we've seen our favorite rules system used to power a variety of genres from superspies to superheroes. These days, just about any major genre has a d20 version out there somewhere. Barring the sporadically published *Iron Kingdoms* setting from Privateer Press, however, we've yet to see a credible steampunk d20 game.

Fantasy Flight comes to the rescue in April with *Sorcery & Steam*, a 176-page hardcover sourcebook that provides rules for steam golems, blackpowder firearms, mechanical wizards, and clockwork familiars. The $24.95 book is the latest in the *Legends & Lairs* series that includes the extremely popular *Traps & Treachery*.

Green Ronin Publishing

Fans of Green Ronin's Origins Award-winning *Freeport* series should flock to *Tales of Freeport*, a 96-page adventure anthology set in the pirate stronghold of Freeport. Written by Graeme Davis, the evil genius behind *Warhammer Fantasy Roleplay's* masterpiece *Shadows over Bogenhafen*, *Tales of Freeport* contains four short adventures and a chapter of adventure hooks. One adventure, *Soul of the Serpent*, pits the player characters against Freeport's infamous serpent people, villains of the original *Freeport* adventure trilogy. The anthology retails for $16.95.

The best GM isn't always the best cartographer, so Green Ronin's teamed up with one of the best cartographers in the gaming industry to produce *Todd Gamble's Cartographica*, a 64-page full-color treasury of maps appropriate for any d20 fantasy campaign. The $16,95 collection features maps of dungeons, subterranean lairs, overland routes, castles, and more.

Gamers interested in Biblical History will want to spend a few shekels on *Testament: Roleplaying in the Biblical Era*, a complete d20 campaign setting from veteran designer Scott Bennie (*Gamer's Handbook of the Marvel Universe*). *Testament* lets players assume the role of a "wandering Babylonian magus, a sorcerer in service of Pharaoh, a Canaanite maker of idols, or a prophet of the God of Israel," among several other options. New feats, monsters, classes, and rules for barter, curses, piety, and mass combat immerse players in an age of prophets. ($29.95)

Malhavoc Press

In March, *Dungeon Master's Guide* author Monte Cook gives divine spellcasters the *Book of Eldritch Might* treatment with the *Book of Hallowed Might*, a 48-page sourcebook loaded

Bolt and Quiver by Stan!

SO THAT'S WHAT A BEHOLDER LOOKS LIKE! I WONDER IF IT HATH ANY EXPLOITABLE WEAKNESSES.
WHAT?! YOU RUSHED US OUT HERE TO FIGHT SOMETHING YOU DON'T KNOW HOW TO BEAT?
Stan!
WORRY NOT, FRIEND QUIVER. I'VE BROUGHT MY COPY OF THE MONSTER-HUNTER'S MANUAL. THIS WILL TELL ME EVERYTHING I NEEDEST KNOW!
THAT'S THE DUMBEST THING I'VE EVER HEARD YOU SAY!
WHAT CAN YOU POSSIBLY LEARN FROM A BOOK THAT'LL BE AT ALL USEFUL IN A REAL HAND-TO-EYE-STALK FIGHT WITH A REAL BEHOLDER?
THAT ONE'S BEST STRATEGY IS TO TAKE THE CREATURE COMPLETELY UNAWARES.
AND IT HATH INCREDIBLE HEARING.
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with more than 100 new spells, new prestige classes, monsters, feats, and magic items. Cook even provides alternate takes on the ranger and paladin classes and still has time to give readers an optional alignment system to replace the one found in the D&D core rules. ($10.95)

Mystic Eye Games

In addition to fleshing out their *Hunt: Rise of Evil* campaign setting, Mystic Eye's been busy discovering and developing some of the best electronic products, previously available only online, for publication.

One such product, *Tournaments, Fairs & Taverns*, first appeared back in May from Natural 20 Press, the online publishing arm of the EN World d20 supersite (www.enworld.org). The 96-page print version features rules for more than 30 "games within the game," including card games, archery tournaments, and even armwrestling. In addition to a sample tournament, fair, and tavern, the $16.95 March release contains expanded rules for figuring out how much your character can drink before he falls under the table.

Mystic Eye's also turned its Sauron-like gaze to *Dragonstar*, the science-fantasy campaign setting originally published by Fantasy Flight Games. The Eye's been releasing supplementary *Dragonstar* adventures and sourcebooks under a special license with FFG, the latest of which is *Heart of the Machine*, a 64-page adventure/supplement designed for 4th-level characters. The book includes new spells, robots, vehicles, spaceships and a rules subsystem called the Chase Randomizer, which promises to provide "a quick and easy method for determining hazards and obstacles during a high-speed chase." ($13.99)

Paradigm Concepts

Last year, Paradigm Concepts (masters of the RPGA's Living Arcanis campaign) teamed with Green Ronin Publishing to present *OGL Interlock*, a series of thematically linked d20 sourcebooks focused on related monster races. *Unveiled Masters: The Essential Guide to Mindflayers*, by Steve Kenson, is the latest in the series, a companion volume to Green Ronin's *Plot & Poison: A Guidebook to Drow*. For $19.99, the secrets of everyone's favorite braineaters can be yours to cherish forever.

Mongoose Goes License Crazy

Until recently, British publisher Mongoose Publishing was best known for putting out as many products in a month than most d20 publishers manage in an entire year. In 2002, the company entered a new phase with an aggressive pursuit of licensed properties. Last year saw the release of d20 RPGs based on *Judge Dredd* and *Slaine*, two popular features of British comics "megazine" 2000 AD. The company recently announced plans for three additional licensed d20 stand-alone RPGs.

Lone Wolf: If you grew up in the '80s, chances are pretty strong you've got a half-dozen *Lone Wolf* adventure books stashed away in your closet. The game books put the reader in the role of Lone Wolf, a psychic Kai Lord adventurer who got into all sorts of swords and sorcery scrapes in the world of Magnamund. The game, set for a late 2003 release, will be set 50 years prior to the adventure books. Original *Lone Wolf* author Joe Dever will contribute.

Conan: January, 2004 will see the release of *Conan d20*, which promises to give gamers a chance for high adventure in the world originally created by fantasy patriarch Robert E. Howard. Mongoose's license extends to all aspects of Conan's world, including stories by authors other than Howard, comic books, and the popular films. Most enticingly, *Conan* license holder Paradox Entertainment has promised to comb their archives for unpublished descriptive texts to help Mongoose flesh out the world of Hyboria.

Mystery License: At press time, Mongoose officials remained unable to announce their third license, a game based on a film and television science fiction property. Internet guesses include *X-Files* and *Buck Rogers*, but *Babylon 5* seems like a sure thing. Whatever it is, it comes out in May.

Bolt and Quiver by Stan!

HUZZAH!
METHINKS THIS ONE IS A DISINTEGRATE BEAM. WHAT SAYEST YOU?
FOR PELOR'S SAKE, BOLT, QUIT SCREWING AROUND!
Stan!
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News from the Top

Player Rewards and the GM Program

Since the December launch of the D&D Player Rewards Program (*News from the Top*, *Polyhedron* #155), RPGA HQ has received several emails from GMs who worry that the new program caters to players and hence actively discourages GMs. These GMs point out the huge commitment they have made to make the RPGA Network the unique and exceptional organization it is today. And they're right—GMs are the lifeblood of this association. Without so many excellent GMs, there wouldn't be any games for our members to enjoy. I don't think saying so takes anything away from our stable of great scenario writers, but without the GMs, even the best-written scenario wouldn't do a member any good at all.

So, allow me to set the record straight. At last year's Winter Fantasy (January, 2002), I told members that the RPGA was at work on a new GM Program. That program has started, and is about to further expand. On July 1st, 2002, we launched the new judge ranking system with the Herald-level online judge qualification test. Soon, we'll expand that test to include tests for Master-level and beyond.

Some readers will remember that I wrote about this program back in *Polyhedron* #153, where I briefly outlined the RPGA's plan to encourage GM development. As I mentioned then, the ranks in the new system map fairly closely to the old judge levels. All ranked GMs will be placed into the new program at their current judge level (or equivalent) and will retain that level so long as they qualify (see www.rpga.com for more on qualifications). We will maintain the system annually, and benefits related to the program will soon appear on the Network's website.

But be assured that we're aware that the more you judge, the less often you'll be able to participate in the Player Rewards Program. Don't despair! To recognize the extraordinary commitment required to rise through the GM Program, we'll establish mounting rewards for that program, too. These rewards will be similar to those of the Player program, but geared more specifically to GMs.

Who's In Charge?

Several members have recently expressed curiosity about how the RPGA Network goes about developing its programs. To give a specific example, the GM Program is driven by HQ but is informed by member contributors from around the world, ensuring global centricity.

Die, Die-Bumps, Die

For the past several years, the RPGA has awarded event winners with "die-bump" certificates, pieces of paper that grant a minor benefit (usually a +1 to a specific die roll) in Living campaign play. Following this year's Winter Fantasy (January 23-26, 2003), we'll no longer be issuing these certificates. All existing die-bump certificates remain "game legal" until and including June 30, 2003. After that date, die-bumps will no longer provide any benefit to the RPGA member.

So why are we taking this move? Members have complained about the certificates for years, often disliking the fact that a certificate earned in one Living campaign can be used in another. Since the new D&D Player Rewards system offers benefits called Campaign Cards with in-game effects very similar to die-bumps, now seemed like an appropriate time to put the old die-bumps to death. The new Campaign Cards will be much more focused on specific campaigns.

Et Tu, Service Points?

Speaking of new changes to old programs, we've been getting a lot of mail and questions from long-time RPGA members wondering about how to redeem their service points. Service points were an old way of saying "thanks" to those members who went the extra mile for the Network, helping out at conventions, running one of our many Living campaigns, or even writing for *Polyhedron*.

Though the Network no longer gives out service points, we have plans to allow members who do have them to redeem those points for gaming products. Look for a list of products on the RPGA website later this summer. This will be your last chance to spend those old service points, so be sure to keep an eye out for the official announcement here in *Poly* and online.

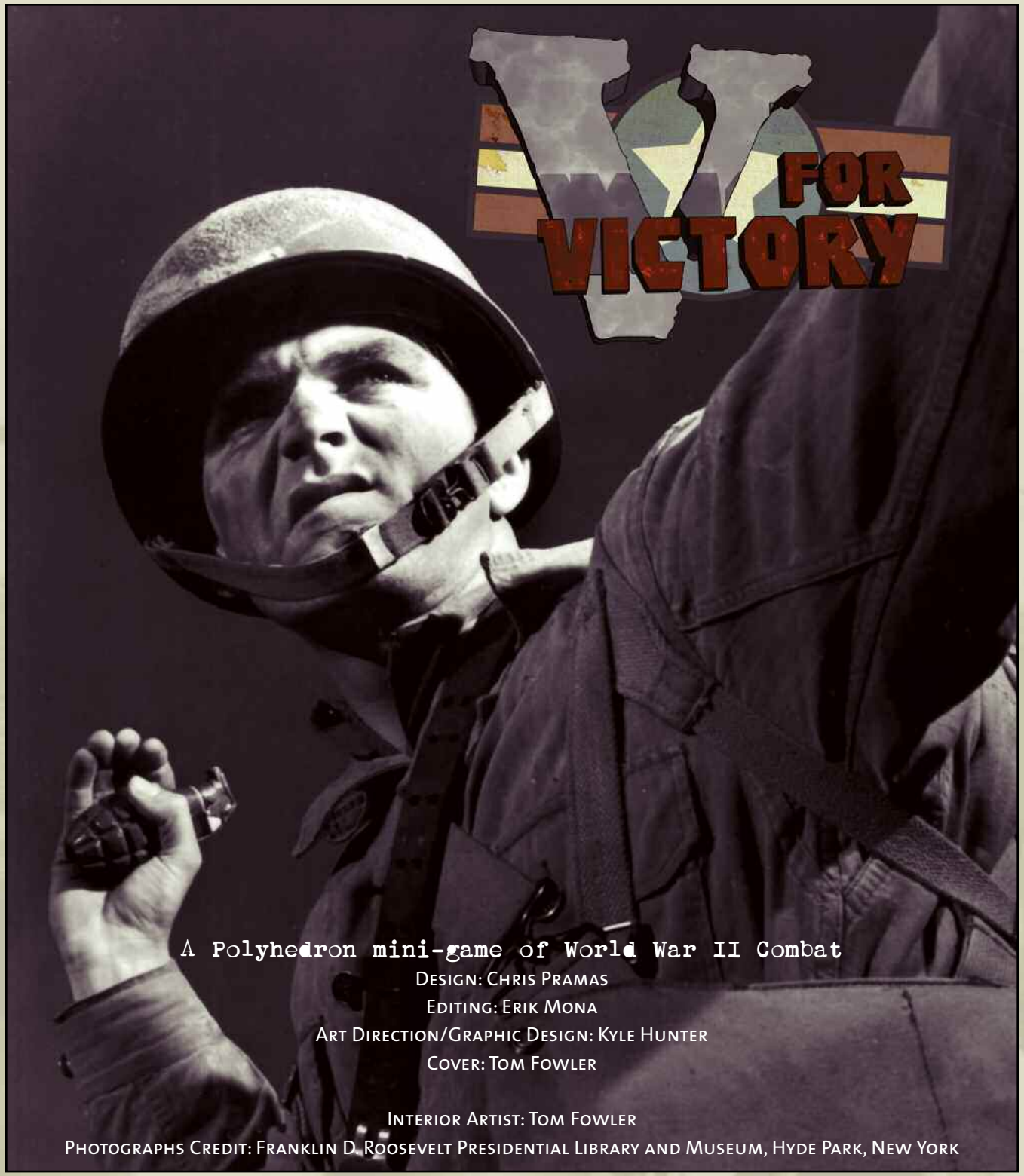
Speaking of the Website

I encourage you all to stop by our new and always-improving website (www.rpga.com) on a regular basis. We've completely overhauled the site, with new content going up all the time. The site will continue to develop, allowing us to reach all RPGA members around the world.

For full information on the D&D Player Rewards program or to take the Herald-level GM test, visit the RPGA website today.

Until next issue, may the goddess Tymora shine favorably on your d20s everywhere.

Ian Richards
Worldwide RPGA Director
ianr@wizards.com



A Polyhedron mini-game of World War II Combat

Design: Chris Pramas
Editing: Erik Mona
Art Direction/Graphic Design: Kyle Hunter
Cover: Tom Fowler

Interior Artist: Tom Fowler
Photographs Credit: Franklin D. Roosevelt Presidential Library and Museum, Hyde Park, New York

This Polyhedron d20 System Mini-Game requires the Dungeons & Dragons *Player's Handbook* to play. Polyhedron Mini-Games adapt the standard D&D or d20 Modern rules and conventions to nonstandard settings and genres. Unless specifically noted in the text, this Mini-Game follows the core Dungeons & Dragons rules.
If you know how to play D&D, you'll pick up the rules of this game in moments.
V for Victory utilizes game mechanics developed for the new Dungeons & Dragons game by Jonathan Tweet, Monte Cook, Skip Williams, Richard Baker, and Peter Adkison.
This Wizards of the Coast game contains no Open Game Content.

d20 Modern, Dungeons & Dragons, D&D, and Dungeon Master are registered trademarks owned by Wizards of the Coast, Inc. No portion of this work may be reproduced in any form without written permission from Wizards of the Coast.
Based on the original Dungeons & Dragons game by Gary Gygax and Dave Arneson.

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INTRODUCTION

So this was the test. Back in '42 the question was, can a citizen army be trained and prepared well enough to fight Germans in a protracted campaign in Northwest Europe? Hitler was not the only one who had answered no. But the answer that counted would come on the snow-filled fields of Belgium in January, 1945; for Easy Company the test was now being given.

—Stephen E. Ambrose, *Band of Brothers*

Welcome to *V for Victory*, the d20 RPG of World War II combat. *V for Victory* focuses on the exploits of the grunts who brought a personal touch to the war. This is not a game about politics or global strategy. It's about sitting in a muddy shell hole with three of your buddies, waiting for the next attack as artillery shells rain down around you. It's about parachuting behind enemy lines to blow up enemy rail lines. It's about crawling through the jungle to take out a pillbox with your last grenade. This is a ground's eye view of the war that shaped today's world.

V for Victory can be used to run games in any theater of the war, from the streets of Stalingrad to the deserts of North Africa to the jungles of Burma. Player Characters can come from nearly any army unit, partisan group, or resistance cell. Since this is an RPG, the focus is on small unit engagements, though these can of course be a part of larger battles. The core *V for Victory* rules deal with infantry and to a lesser extent cavalry (who usually fought dismounted, anyway). Followup articles will give rules for tanks and other Armored Fighting Vehicles, though they'll be written from the point of view of the infantryman. In other words, you'll be able to knock out a panzer with a bazooka, but won't be able to play tankers as characters.

V for Victory is organized into six chapters:

Chapter One provides all the rules you need to create characters. *V for Victory* presents an alternative to the traditional d20 class system.

Chapter Two details skills and feats.

Chapter Three is an all about the weapons. The chapter divides weapons by type and gives stats and descriptions for the most popular (and unpopular) weapons of the war.

Chatper Four gives you supplementary rules for combat. These additions and modifications to the *Player's Handbook* optimize the rules for World War II combat.

Chapter Five provides GMs with some ready-made enemies.

Chapter Six gives campaign advice to the would-be GM. Of particular note are the recommended campaign backgrounds. One of these, or something else of the GM's creation, should be chosen before anyone makes up a character. Everyone must know the background of the game before appropriate characters can be created.

V for Victory is designed to be used with the Dungeons & Dragons *Player's Handbook* and *Dungeon Master's Guide*. Readers may, at this point, wonder why a World War II game doesn't use the *d20 Modern* rules. The reason is simple enough. The design of *V for Victory* began before there was a *d20 Modern* and continued independent of that game's development. *V for Victory* thus makes an interesting comparison. You can see how different designers tackled the same problems.

CHAPTER I. CHARACTER CREATION

Tania relished her new life. Undaunted by her ordeal on the Volga and in the sewer pipe, she had become a professional soldier, living in foxholes, drinking vodka, eating with a spoon she kept in her boot. She slept curled up beside strangers; she bathed in pails of water. She also learned how to take cover in the front lines, how to track the enemy through the telescopic sight, and, most importantly, how to wait for hours before firing the single shot that killed.

—William Craig, *Enemy at the Gates*

V for Victory is a historical game, so all characters are human. Use the Human Racial Traits as specified on page 13 of the *Player's Handbook*. Characters automatically know the language of their home country.

Character creation in *V for Victory* is a little different than that of Dungeons & Dragons. While characters have levels, they do not have classes *per se*. Every character is a combination of pre-war career, basic training, and one or more specialties. What would be called class skills in D&D are referred to as core skills in *V for Victory* (otherwise, skill rules remain the same). All characters share certain level-dependant benefits. These are summarized in the chart below. Note that the extra 1st-level feat for being human has already been included. Specialties are explained in more detail in Step 4 of character creation (p. 28).

Step 1: Generate Ability Scores

The GM should determine which method of generating ability scores (see *DMG*, page 19) is appropriate for the campaign. Organic Characters and the Floating Reroll method both work well. If you want a Hollywood-style campaign, use the High-Powered Characters option.

If you know the type of character you want to play now, you can assign your initial ability scores. If you don't, note what you rolled on piece of scratch paper and assign and adjust your scores after you choose your pre-war career and basic training (Steps 2 and 3 respectively). Note that your pre-war career will probably result in an adjustment of your ability scores.

Step 2: Choose Pre-War Career

The war changed the world for everybody. People who were teaching teenagers one year were killing them the next. In this stage of character creation, you choose your pre-war career. Your choice will modify your ability scores, give you three core skills and six ranks to spend on them, and provide you with a unique career ability. Normal limitations on skill purchase apply, so you 1st level characters cannot have more than 4 ranks in a skill.

Artist

You were a painter, sculptor, or writer of pulp fiction. You may have worked in Paris along the Seine or struggled in obscurity in New York City.

Ability Score Adjustments: +2 Wis, +2 Cha, -2 Str.

Core Skills: Spot, Craft (painting, photography, sculpting, or writing), Knowledge (art).

Career Ability: *Eye for Detail*—You can make a Spot check (base DC 15) to remember a minor detail of something you have seen.

Cop

You worked in law enforcement and may have been anything from a beat cop to a detective to a prison guard.

Character Creation Overview

Character creation in *V for Victory* is a seven-step process.

1. Generate Ability Scores. Use the method of your choice, as detailed on page 19 of the *DMG*.

2. Choose Pre-War Career. This is what you did before the war. Your choice will provide you with a number of skill ranks and other benefits, as well as modify your ability scores.

3. Choose Basic Training: This is either literally basic training or any formative training you received after the war began. You can choose between Combat, Intelligence, Leadership, or Reconnaissance. Your choice determines your base attack bonus and saving throw progression, and a number of core skills (what are referred to as "class skills" in D&D).

4. Choose a Specialty: This step represents any specialized training you may have received.

5. Determine Starting Hit Points: Your GM will tell you which of the two methods you'll be using.

6. Chose Equipment Package: You'll receive a basic assignment of equipment dependent on your training.

7. Report for Duty: You are now ready for action!

Table 1-1: Experience and Level-Dependent Benefits

Character Level	XP	Core Skill Max Ranks	Non-core Skill Max Ranks	Feats	Ability Increases	Specialties
1st	0	4	2	1st, 2nd	—	1st
2nd	1,000	5	2 1/2	—	—	—
3rd	3,000	6	3	3rd	—	—
4th	6,000	7	3 1/2	—	1st	—
5th	10,000	8	4	—	—	2nd
6th	15,000	9	4 1/2	4th	—	—
7th	21,000	10	5	—	—	—
8th	28,000	11	5 1/2	—	2nd	—
9th	36,000	12	6	5th	—	—
10th	45,000	13	6 1/2	—	—	3rd

Ability Score Adjustments: +2 Str, -2 Int, -2 Cha.

Core Skills: Knowledge (law or streetwise), Search, Sense Motive.

Career Ability: *Nightstick Justice*—You have busted a few heads in your time. You receive a +1 damage bonus when using a club of any sort.

Criminal

You made your living on the wrong side of the law. You might have been a petty thief, an embezzler, a con man, a thug, a burglar, or even an assassin.

Ability Score Adjustments: +2 Dex, -2 Int, -2 Wis.

Core Skills: Any three of Appraise, Disable Device, Forgery, Hide, Move Silently, Open Lock, and Search.

Career Ability: *Case the Joint*—When you make Search checks, you can search a 10-foot-by-10-foot area each round.

Dilettante

You dabbled in a lot of things before the war. You could be a rich kid with daddy's money to burn or a rootless wanderer who drifted from job to job. You're not especially good at any one thing, but you have a broader base of experience than most folks.

Ability Score Adjustments: None.

Core Skills: Any three.

Career Ability: *Jack of All Trades*—You can make a normal skill check with any skill, whether or not you have any ranks in that skill.

Doctor

You were a physician. You may have been a licensed doctor, a native healer, or anything in between.

Ability Score Adjustments: +2 Int, -2 Cha.

Core Skills: Heal, Knowledge (Medicine), Spot.

Career Ability: *The Healing Touch*—When providing long-term care (see the Heal skill description), you can tend up to 10 patients at a time.

Factory Worker

You worked in a big factory, providing skilled labor. Such factories can be found in any industrialized nation.

Ability Score Adjustments: +2 Con, -2 Wis.

Core Skills: Balance, Intimidate, Operate Heavy Machinery.

Career Ability: *Proletarian Spirit*—You gain a +2 career bonus on fear checks (see p. 47).

Horseman

You lived your life on the back of a steed. You may have been a Texas rancher, a camel-mounted bedouin, or a fierce Cossack.

Ability Score Adjustments: +2 Dex, -2 Wis, -2 Cha.

Core Skills: Animal Empathy, Handle Animal, Ride.

Career Ability: *Mounted Combat*—You receive Mounted Combat as a bonus feat.

Journalist

You were a reporter for a newspaper or radio station. You might also be working underground in totalitarian states like the Third Reich or fascist Italy.

Ability Score Adjustments: +2 Int, +2 Cha, -2 Str.

Core Skills: Bluff, Gather Information, Research.

Career Ability: *Nose for News*—When making a Gather Information check, you can retry once per day per level with no chance of arousing suspicion.

Laborer

You worked as a day laborer. You may have been a miner in Cornwall or a farmer in the American dustbowl.

Ability Score Adjustments: +2 Str, -2 Int, -2 Cha.

Core Skills: Climb, Swim, Use Rope.

Career Ability: *Feat of Strength*—You can perform a Feat of Strength once per day. For one round, you can add an enhancement bonus to your Strength equal to your level.

Peasant

You were a poor peasant, perhaps from China or the Soviet Union. You life has always been hard.

Ability Score Adjustments: +2 Con, -2 Wis.

Core Skills: Bluff, Handle Animal, Hide.

Career Ability: *Cache*—Taxmen, bureaucrats, and soldiers have always tried to take away the little you made for your-

self. You are thus very good at hiding things away. You can use your Hide skill to secret away caches of food, weapons, or other items. The result of your skill check is the DC for any Spot checks made in the area.

Performer

Entertaining people, that was your craft. You may have been a Hollywood actor, a member of a Peking Opera Troupe, or a jazz musician.

Ability Score Adjustments: +2 Cha, -2 Int.

Core Skills: Performance, plus any two of Bluff, Disguise, Escape Artist, Open Locks, Read Lips, and Sleight of Hand.

Career Ability: *Distract*—You can create a distraction as a full-round action. Your Bluff check is opposed by the Sense Motive checks of all enemies within 50 ft. (line of sight is required for visual distractions, but not for auditory ones). Distracted foes suffer a -2 circumstance penalty on Listen and Spot checks for one round.

Politician

You were a public servant, or maybe just a self-serving bully with a taste for power.

Ability Score Adjustments: +2 Cha, -2 Int.

Core Skills: Bluff, Diplomacy, Knowledge (local).

Career Ability: *Friends in High Places*—You receive a +2 career bonus to Logistics checks (see Chapter Two) thanks to your connections back home.

Female Characters

If you want to play a female character, you have several good options. Both partisans and resistance fighters are good choices, as women were involved in both groups. The British Special Operations Executive (see Chapter Six) found that women made very good agents, so characters of this type are also a good option. If you want to play a woman in front line combat, however, the Red Army is for you. Women with sporting backgrounds were recruited for sniping duty early on, and as the war went on more and more women served in combat roles. The *Komsomol* (the Young Communist League), for instance, sponsored the training of 12,000 women machinegunners. Women also served as combat pilots and tankers. By the end of 1943, 8% of Soviet military personnel were women.

Priest
You were a man of the cloth. You may have been a Jewish rabbi, a Buddhist monk, or a Christian preacher.

Ability Score Adjustments: +2 Wis, +2 Cha, -2 Str.

Core Skills: Diplomacy, Knowledge (religion), Sense Motive.

Career Ability: *Calm*—With a few well-chosen words and religious quotations, you can calm the fearful, giving them a +2 bonus versus saving throws against fear for the next ten rounds. This is a full-round action that affects 2 people of your choice per level.

Private Investigator
You worked the streets as a gumshoe. High-profile cases were few and far between, but you snapped lots of pictures of cheating spouses.

Ability Score Adjustments: +2 Int, -2 Con.

Core Skills: Bluff, Craft (photography), Gather Information.

Career Ability: *Hardboiled*—You smoke too much and eat like hell, but you can take a beating like nobody else. You count as disabled at up to –3 hit points, though you still die normally at -10.

Professional
You defined white-collar. You were a lawyer, accountant, banker, or the like.

Ability Score Adjustments: +2 Int, -2 Cha.

Core Skills: Knowledge (accounting, architecture, engineering, or law), Research, Speak Other Language.

Career Ability: *Work the System*—You know how to use the rules to your advantage. When dealing with members of your own military, you can make Intimidate checks with your Int modifier instead of your Cha modifier.

Revolutionary
You worked to overthrow one or more governments. You might have been an anarchist, a communist, or a nationalist. You may also have fought in the Spanish Civil War, as leftists the world over came to combat fascism in the International Brigades.

Ability Score Adjustments: +2 Cha, -2 Wis.

Core Skills: Demolitions, Gather Information, Innuendo.

Career Ability: *Inspire*—If you are facing ideological enemies (for instance, communists fighting Nazis), you can give an inspirational speech to surrounding soldiers, giving them a +1 morale bonus on attack rolls for 5 rounds. This is a full-round action that affects 2 people of your choice per level.

Sailor
You made your living on the sea, as a merchantman or maybe even a pirate.

Ability Score Adjustments: +2 Str, -2 Con.

Core Skills: Profession (sailor), Speak Other Language, Use Rope.

Career Ability: Dockside Brawler—You know how to handle yourself in a scrap. You gain a +1 career bonus on damage with unarmed attacks.

Scientist
You worked in a lab or at a university.

Ability Score Adjustments: +2 Int, +2 Wis, -2 Str.

Core Skills: Knowledge (any two of anthropology, archeol-

ogy, astronomy, biology, chemistry, geology, mathematics, meteorology, and physics), Research.

Career Ability: *The Big Picture*—Your mastery of different fields of expertise aids in your research. You get a +1 synergy bonus on Research checks for each Knowledge skill in which you have at least 4 ranks.

Soldier

You were a career soldier during the interwar period, when most armies were fairly small. You were likely trained to a much higher standard than the conscripts and volunteers that filled the armies after the war began.

Ability Score Adjustments: +2 Dex, +2 Int, -2 Cha.

Core Skills: Climb, Search, Spot.

Career Ability: *Improved Initiative*—You receive Improved Initiative (*PH*, p. 83) as a bonus feat.

Student

You were in school when the war broke out. You may have been in college or a vocational school of some kind.

Ability Score Adjustments: +2 Int, -2 Wis.

Core Skills: Craft (maximum of 2 ranks at character creation), Knowledge (maximum of 2 ranks at character creation), Speak Other Language.

Career Ability: *The Dog Ate My Three-Day Pass*—You know how to lie to get out of tough scrapes. You gain a +2 career bonus on Bluff checks (but not when using the skill to feint in combat).

Teacher

Ability Score Adjustments: +2 Int, +2 Cha, -2 Str.

Core Skills: Knowledge (any two), Speak Other Language.

Career Ability: *Tell Me Why*—You know how to communicate with the troops and explain the reasoning behind orders. You gain a +1 career bonus on Command checks.

Step 3: Choose Basic Training

Basic Training represents skills and training you received after the war began. For most characters, this literally is basic training. However, this step also can represent learning by harsh necessity. For instance, you could create a peasant character whose village was destroyed by a German einsatzgruppen in 1941. Forced to flee into the nearby woods, the peasant became a partisan. Although this character never had formal basic training, he did receive "on the job training" from other partisans.

You can choose from four types of basic training: Combat, Intelligence, Leadership, and Reconnaissance. Your choice will determine your base attack bonus, Defense bonus, saving throw progression, hit die type, and weapon proficiency, and also will grant you more core skills.

Combat Training

While the basic training of all soldiers deals with fighting to some degree, yours focused on it almost exclusively. You learned the ins and outs of various weapon systems, how to prepare defenses, how to assault bunkers, and other fundamental combat skills. When there's hard fighting to be done, your squad looks to you.

Abilities: Dexterity and Strength are the most important abilities for you. Dexterity makes you a better shot, and Strength comes in handy in melee combat.

Hit Die: d10.

Weapon Proficiency: You receive Weapon Proficiency (grenades), Weapon Proficiency (melee weapons), and Weapon Proficiency (rifles) as bonus feats.

Core Skills: You may add the following to your list of core skills: Balance (Dex), Climb (Str), Drive (Dex), Hide (Dex), Intimidate (Cha), Ride (Dex), Search (Wis), Spot (Wis), Swim (Str), and Wilderness Lore (Wis).

Skill Points at 1st Level: (2 + Int modifier) x 4.

Skill Points at Each Additional Level: 2 + Int modifier.

Table 1-2: Combat Training

Level	Base Attack Bonus	Defense Bonus	Fort Save	Ref Save	Will Save	Special
1	+1	+1	+2	+0	+0	
2	+2	+2	+3	+0	+0	Combat Feat
3	+3	+3	+3	+1	+1	
4	+4	+4	+4	+1	+1	Combat Feat
5	+5	+5	+4	+1	+1	
6	+6	+6	+5	+2	+2	Combat Feat
7	+7	+7	+5	+2	+2	
8	+8	+8	+6	+2	+2	Combat Feat
9	+9	+9	+6	+3	+3	
10	+10	+10	+7	+3	+3	Combat Feat

Table 1-3: Intelligence Training

Level	Base Attack Bonus	Defense Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+0	+0	+2	
2nd	+1	+1	+0	+0	+3	Intelligence Feat
3rd	+1	+1	+1	+1	+3	
4th	+2	+2	+1	+1	+4	Intelligence Feat
5th	+2	+2	+1	+1	+4	
6th	+3	+3	+2	+2	+5	Intelligence Feat
7th	+3	+3	+2	+2	+5	
8th	+4	+4	+2	+2	+6	Intelligence Feat
9th	+4	+4	+3	+3	+6	
10th	+5	+5	+3	+3	+7	Intelligence Feat

Combat Feats: At 2nd level and every two levels thereafter, you receive one bonus Combat Feat. See Chapter Two for Combat Feats.

Intelligence Training

You leave the individual firefights to the grunts. Your concern is processing intelligence and figuring out what the enemy is up to. Sometimes this means going on a patrol yourself, but more frequently you receive reports, aerial photography, and radio intercepts that require your expert analysis. Determining enemy intentions is the first step in formulating a plan to stop them.

Abilities: Unsurprisingly enough, Intelligence is your most important ability. Charisma can also be important, since you often need to argue your case to higher-ups.

Hit Die: d6.

Weapon Proficiency: You receive Weapon Proficiency (pistols) as a bonus feat.

Table 1-4: Leadership Training

Level	Base Attack Bonus	Defense Bonus	Fort Save	Ref Save	Will Save	Special
1	+0	+0	+2	+0	+2	
2	+1	+1	+3	+0	+3	Leadership Feat
3	+2	+2	+3	+1	+3	
4	+3	+3	+4	+1	+4	Leadership Feat
5	+3	+3	+4	+1	+4	
6	+4	+4	+5	+2	+5	Leadership Feat
7	+5	+5	+5	+2	+5	
8	+6	+6	+6	+2	+6	Leadership Feat
9	+6	+6	+6	+3	+6	
10	+7	+7	+7	+3	+7	Leadership Feat

Table 1-5: Recon Training

Level	Base Attack Bonus	Defense Bonus	Fort Save	Ref Save	Will Save	Special
1	+0	+0	+0	+2	+0	
2	+1	+1	+0	+3	+0	Recon Feat
3	+2	+2	+1	+3	+1	
4	+3	+3	+1	+4	+1	Recon Feat
5	+3	+3	+1	+4	+1	
6	+4	+4	+2	+5	+2	Recon Feat
7	+5	+5	+2	+5	+2	
8	+6	+6	+2	+6	+2	Recon Feat
9	+6	+6	+3	+6	+3	
10	+7	+7	+3	+7	+3	Recon Feat

Core Skills: You may add the following to your list of core skills: Bluff (Cha), Gather Information (Cha), Innuendo (Wis), Knowledge (any) (Int), Listen (Wis), Research (Int), Sense Motive (Wis), Speak Other Language (Int), and Spot (Wis).

Skill Points at 1st Level: (8 + Int modifier) x 4.
Skill Points at Each Additional Level: 8 + Int modifier.

Combat Feats: At 2nd level and every two levels thereafter, you receive one bonus Intelligence Feat. See Chapter Two for Intelligence Feats.

Leadership Training

When shells start pouring in and machine gun bullets begin chewing up the scenery, someone must hold the troops together. You are one such leader of men. You implement orders from your superiors, make local tactical decisions, and take responsibility for the morale and welfare of the troops under your command.

Abilities: Charisma is your most important ability. Without it, you'll have difficulty gaining the respect and cooperation of your troops. Dexterity is also important, since you'll often be leading your men from the front.

Hit Die: d8.

Weapon Proficiency: You receive Weapon Proficiency (grenades), Weapon Proficiency (pistols), and Weapon Proficiency (rifles) as bonus feats.

Core Skills: You may add the following to your list of core skills: Command (Cha), Diplomacy (Cha), Gather Information (Cha), Innuendo (Wis), Intimidate (Cha), Knowledge (military science) (Int), Logistics (Int), Ride (Dex), Sense Motive (Wis), and Spot (Wis).

Skill Points at 1st Level: (4 + Int modifier) x 4.
Skill Points at Each Additional Level: 4 + Int modifier.

Leadership Feats: At 2nd level and every two levels thereafter, you receive one bonus Leadership Feat. See Chapter Two for Leadership Feats.

Recon Training

You are the eyes and ears of your army. You are trained to advance ahead of the main body of troops, locate the enemy, and bring back key information on their disposition. You can certainly hold your own in a stand-up fight, but you're at your best when using stealth and surprise.

Abilities: Dexterity is your most important ability, as it's key to many of your core skills. Wisdom also comes in handy with skills like Listen and Spot.

Hit Die: d8.

Weapon Proficiency: You receive Weapon Proficiency (grenades), Weapon Proficiency (melee weapons), and Weapon Proficiency (submachineguns) as bonus feats.

Core Skills: You may add the following to your list of core skills: Balance (Dex), Climb (Str), Disable Device (Int), Drive (Dex), Gather Information (Cha), Hide (Dex), Listen (Wis), Move Silently (Dex), Ride (Dex), Search (Int), Spot (Wis), Swim (Str), and Wilderness Lore (Wis).

Skill Points at 1st Level: (6 + Int modifier) x 4.
Skill Points at Each Additional Level: 6 + Int modifier.

Recon Feats: At 2nd level and every two levels thereafter, you receive one bonus Recon Feat. See Chapter Two for Recon Feats.

Step 4: Choose a Specialty

A specialty is an area in which you've received extra training, or just learned from bitter experience. A veteran of the Battle of Stalingrad, for instance, surely learned a thing or two about city fighting. You may choose one specialty at 1st level, another at 5th level, and a final specialty at 10th level. Each specialty gives you a bonus feat. If it's a Skill Emphasis feat, that skill also becomes a core skill for you.

Step 5: Determine Hit Points

V for Victory provides two ways to determine starting hit points: the gritty option and the Hollywood option.

The Gritty Option: This option follows the standard set down in the *Player's Handbook*. Characters get maximum hit points at 1st level, plus their Con bonus. If you look at the weapon damages in Chapter 3, you'll note that it's entirely possible for one shot to put down a starting character. While that is realistic, it isn't always so fun.

The Hollywood Option: If you'd prefer your game to be more like the movies, this option is for you. Characters start with base hit points equal to their Constitution score, then roll and add their hit die and Con bonus.

In both options, increase your hit points as normal for subsequent level gains.

For example, Private Lebow has a Con of 13 and has gone through Intelligence training. Using the gritty option, he'd have 7 starting hit points (d6 max plus 1 for Con). In the Hollywood option, if he rolled a 4 on his hit die, he'd end up with 18 hit points (roll of 4 plus 13 for Con plus 1 for Con bonus).

Step Six: Choose Equipment Package

You can play *V for Victory* just about anywhere in the world, which makes it impossible to provide a price list for equipment. Shopping is also rather difficult in a war zone! While there certainly was a black market, soldiers tended to get equipment supplied to them or they won it by battlefield conquest. The Logistics skill (see Chapter 2) gives you a way to requisition equipment from your own army once play begins. Starting characters can choose one of the following equipment packages, subject to GM approval. Use Chapter Three to find weapons appropriate to your army.

Package Types

Grunt: Rifle, bayonet, 3 fragmentation grenades, 1 smoke grenade, helmet, backpack, entrenching tool, one week's rations, gas mask. Soldiers with appropriate skills may substitute a light machinegun or flamethrower for their rifles. Sniper specialists may have a sniper's rifle and telescopic score.

NCO: As grunt, but you may substitute a submachinegun for the rifle.

Officer: As NCO, plus pistol and binoculars. Helmet optional.

Partisan: Rifle, 1 fragmentation grenade, rucksack, 1 day's rations.

Resistance Fighter: Pistol or rifle, 1 Molotov cocktail.

Spy: Pistol, forged ID papers, microcamera, foreign currency.

Cavalry: Cavalry saber or lance, 3 fragmentation grenades, carbine or submachinegun, saddle, light warhorse, 1 week's rations. Helmet optional.

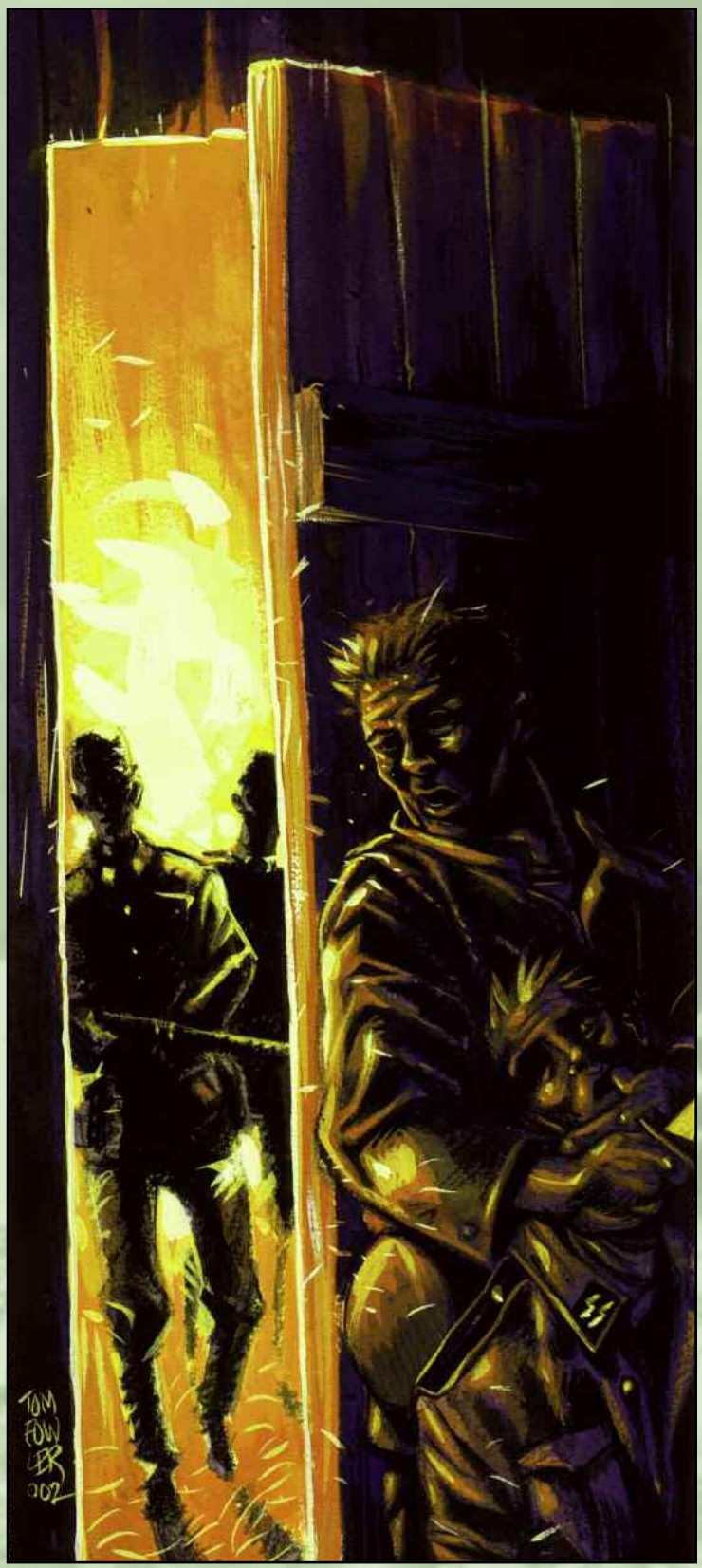
Step 7: Report for Duty!

You are now ready for combat!

Table 1-6: Specialties

Specialty	Bonus Feat	Specialty	Bonus Feat
Airborne Warfare	Jump Training	Mounted Warfare	Saddle Shot
Arctic Warfare	Favored Terrain (arctic)	Mountain Warfare	Favored Terrain (mountain)
Amphibious Assault	Skill Emphasis (Swim)	Night Fighting	Blind-Fight
Cryptography	Skill Emphasis (Decipher Script)	Partisan Warfare	Skill Emphasis (Hide)
City Warfare	Block Fighter	Scouting	Track
Close Combat	Power Attack	Sniping	Precise Shot
Combat Medicine	Skill Emphasis (Heal)	Special Weapons	Weapon Proficiency (machine guns or anti-tank) or Exotic Weapon Proficiency (flamethrower)
Combat Engineering	Skill Emphasis (Demolitions)		
Communications	Alertness		
Discipline	Iron Will		
Espionage	Skill Emphasis (Disguise)	Tactics	Skill Emphasis (Knowledge—military science)
Jungle Warfare	Favored Terrain (jungle)		
Interpretation	Linguist	Training	Cross Training
Interrogation	Skill Emphasis (Intimidation)		

CHAPTER 2. SKILLS AND FEATS



All of a sudden the Germans stopped whispering, and I wondered if they finally noticed the glow from my watch. If any one of them so much as made a move to reach down in the gutter to investigate, I knew I'd have no other choice but to use the Thompson. I kept thinking, "Be prepared to attack, before any of them can get into action." I had nothing to lose, except my life, and that wouldn't be worth "a promise from the devil" if they discovered us.

—Fred H. Salter, Recon Scout

This chapter introduces some new skills and feats, and lets you know which skills and feats from the *Player's Handbook* can be used in *V for Victory*. Some of the new skills are based on material that originally appeared in the d20 System Call of Cthulhu *Roleplaying Game*.

New Skills

Command (Cha)

You know how to get soldiers to follow orders. While rank is enough for easy tasks, it takes real skill to get men to charge a machinegun nest over open ground, or to stand firm in the face of a Cossack charge.

Check: Most Command checks involve getting the NPC troops under your command to follow orders. Basic tasks like standing guard and drilling do not require a check. Sample DCs for other orders can be found on the table below. Command checks are a standard action.

Order	DC
Hold a position on an active front	10
Attack	13
Hold position vs. a human wave attack	15
Rally	17
Assault a bunker	20
Act as a rearguard vs. an overwhelming force	25

Retry: Yes, but each additional attempt suffers a -2 circumstance penalty.

Demolitions (Int; Trained Only)

Combat engineers were kept very busy during World War II, blowing up bridges, train tracks, supply dumps, and more. This skill covers creating, setting, and disarming explosive devices.

Check: Working with explosives is dangerous business. Any use of them requires a skill check.

Set Explosive Device: It takes skill to determine the cor-

Demolitions Kit

You need a demolitions kit to use the Demolitions skill. The contents very from country to country, but should include exploders, blasting caps, primer cord, wire, crimpers, and other specialized equipment. A small kit would have enough material for five 15 ft.-radius blasts. A large kit would have double that amount. For very large jobs (like the dam in *Force Ten from Navarone*), extra explosives may be required. Make a separate Logistics check to see if the needed explosives are available.

rect placement of the explosives and the amount required to do the job. A failed skill check indicates either poor placement or insufficient explosives. Structures resist demolition and anyone inside the blast gains a +4 circumstance bonus on Reflex saves to avoid damage. A separate skill check is required for each 15 ft. of blast radius required. Typical blast damage is 6d6.

Disarm Explosives: Disarming manufactured explosives is a dangerous task. If the character has the explosive's schematics available, add a +5 bonus to the skill check. If pressed for time, add +5 to the DC. Failure usually indicates the explosive detonates immediately.

Create Booby Trap: A demolitions expert can create booby traps using explosives or grenades. Such traps are usually activated by a tripwire or by pressure. Booby traps can be disarmed by either a Demolitions check or a Disable Device check. A typical booby trap inflicts 6d6 damage in a 15 ft. radius (DC 15 Reflex save for half damage).

Demolitions Task	DC
Set explosive device	10
Create booby trap	13
Disarm explosives	15

Retry: No.

Logistics (Int)

In its broadest sense, logistics is the supply, movement, and maintenance of an armed force. In *V for Victory*, officers and NCOs use the Logistics skill to get equipment and supplies for the troops under their command. This simulates the chaos of the war zone and gives GMs a way to limit access to certain types of equipment.

Check: In normal circumstances, a Logistics check is required once per week to keep a unit supplied. Usually, the highest ranking PC officer or NCO in the group should make this roll. Additional Logistics checks can be made to request special equipment or in unusual circumstances. For instance, if the PCs' unit has beaten off successive human wave attacks, it may be in dire need of ammunition. The base DC of Logistics checks is determined by the type of equipment requested.

Equipment	Base DC
Common	
(rations, ammunition, rifles, grenades)	10
Uncommon	
(submachineguns, rifle grenades)	15
Rare	
(flamethrowers, demolition kits, telescopic sights)	20

The base DC should be modified by circumstance. If the unit is behind the lines near supply depots, getting equipment should be easier. If the unit is cut off and surrounded by enemy troops, even getting fresh ammo will be a challenge.

Retry: Usually, another logistics check can't be made until a week has passed. GMs may allow more frequent checks at their discretion.

Player's Handbook Skills Used

Animal Empathy (Cha; Trained Only)
Appraise (Int)
Balance (Dex)
Bluff (Cha)
Climb (Str)
Craft (Int)
Decipher Script (Int)
Diplomacy (Cha)
Disable Device (Int; Trained Only)
Disguise (Cha)
Escape Artist (Dex)
Forgery (Int)
Gather Information (Cha)
Handle Animal (Cha; Trained Only)
Heal (Wis)
Hide (Dex)
Innuendo (Wis)
Intimidate (Cha)
Knowledge (Int; Trained Only)
Listen (Wis)
Move Silently (Dex)
Open Lock (Dex; Trained Only)
Pick Pocket (Dex; Trained Only)
Read Lips (Int; Trained Only)
Ride (Dex)
Search (Int)
Sense Motive (Wis)
Spot (Wis)
Swim (Str)
Tumble (Dex; Trained Only)
Use Rope (Dex)
Wilderness Lore (Wis)

Special: Logistics is an Intelligence-based skill because it involves planning and coordination. At the GM's option, you may substitute Charisma for Intelligence to represent wheeler-dealer soldiers who know how to work the system.

Operate Heavy Machinery (Dex; Trained Only)
Use this skill to operate a crane, a forklift, a tractor, or similar machines.

Check: Make a check when there's some unusual circumstance, such as driving a bulldozer at fuel tanks while Japanese soldiers shoot at you.

Research (Int)
Use this skill to learn information from books, archives, or other standard sources. Research allows you to navigate a library, an office filing system, or a newspaper morgue. It doesn't include talking to people and asking questions; that's handled by Gather Information.

Check: Researching a topic takes time, skill, and some luck. The GM determines how obscure a particular topic is (the more obscure, the higher the DC) and what kind of information might be available depending on where you are conducting your research.

Information ranges from general to protected. Given enough time (usually 1d4 hours) and a successful skill check, you get a general idea about a given topic, such as the latest news in a sector of the line or the public history of a high-ranking officer or politician. This assumes no obvious reasons exist why such information would be unavailable, or that you have a way to acquire restricted or protected information.

Type of Information	DC
General	10
Specific	15
Restricted*	20
Protected*	25

** Usually requires access to a secure site before a search can be made.*

The higher the check result, the better and more complete the information. If you want to discover a specific fact, date, map, or similar bit of information, add +5 to +15 to the DC.

Retry: Yes, but it takes 1d4 hours per check.

Special: You can take 10 or take 20 on a Research check.

Speak Other Language (Int; Trained Only)
Like Craft, the Speak Other Language skill is a group of related skills. You buy ranks in each language separately. Generally, one rank in a language means you know a few handy phrases, but are unable to communicate or understand more advanced concepts. Two ranks allows you to have basic conversations, but specialized vocabulary is beyond you (for instance, a German scientist could tell you about a rocket, but you wouldn't understand the scientific jargon of how it worked). Three ranks grants fluency, though with a recognizable accent. Four ranks means you've also mastered some regional variants and are familiar with local slang. Five ranks or more indicates complete mastery of the language. You can speak like a native.

Check: Checks may be required to make yourself understood or to understand others. GMs may require a Speak Other Language check opposed by an opponent's Listen check if you are trying to pass yourself off as a soldier of another nation.

Retry: For simple communication, yes, though the GM may rule that certain tasks are simply beyond your ability. You get only one chance to impersonate a native speaker.

Special: If you have access to a dictionary or phrase book or you are assisted by a native speaker, you gain a +2 circumstance bonus.

D&D Skills

Knowledge
The skill works the same, but uses the following fields of study: accounting, anthropology, archeology, architecture, art, astronomy, biology, chemistry, engineering, geology, law, local, mathematics, medicine, meteorology, military science, physics, religion, and streetwise.

New Feats

Banzai Charge
You can unnerve your foe with a fierce battle cry and brash charge.

Prerequisite: Base attack bonus +1 or higher.

Benefit: When you charge, one opponent of your choice must make a successful Will save (DC = 10 + your level) or become dazed for one round. Dazed characters can take no actions, but defend themselves normally. You must end the charge in melee combat with the chosen opponent.

Normal: Charges do not have a daze effect.

Special: Though most common for Japanese characters,

Table 2–1: Ranks

Most characters begin with the rank of Private First Class, or the equivalent. Rising in rank is handled with the Promotion feat. The following chart gives a basic breakdown of ranks in the major militaries of World War II, up to and including Captain. Most armies included various technical and specialist ranks as well, but those are excluded for the sake of brevity.

US Army	Commonwealth	Red Army	German Wehrmacht	Waffen SS	Japan
Captain	Captain	Kapitan	Hauptmann	SS-Hauptsturmführer	Tai-i
1st Lieutenant	Lieutenant	Starshiy Leitenant	Oberleutnant	SS-Obersturmführer	Chū-i
2nd Lieutenant	2nd Lieutenant	Leitenant	Leutnant	SS-Untersturmführer	Shō-i
First or Master Sergeant	Regimental Sergeant-Major	Starshina	Stabsfeldwebel	SS-Sturmscharführer	Sōchō
Technical Sergeant	Sergeant-Major	Starshiy Serzhant	Oberfeldwebel	SS-Hauptscharführer	Gunsō
Staff Sergeant	—	Serzhant	Feldwebel	SS-Oberscharführer	Gochō
Sergeant	Sergeant	Mladshiy Serzhant	Unterfeldwebel	SS-Scharführer	Heichō
Corporal	Corporal	Efreitor	Obergefreiter	SS-Unterscarführer	Jōtōhei
Private 1st Class	Lance Corporal	—	Oberschütze	SS-Oberschütze	Ittōhei
Private	Private	Ryadovoy	Schütze	SS-Schütze	Nitōhei

this feat can be taken by any character, representing fearsomeness in melee combat.

Block Fighter [Combat, General]
You are experienced in urban combat.
Prerequisite: None.
Benefit: When in an urban environment, you gain a +3 competence bonus to Hide and Spot checks.
Normal: A city environment has no special effect upon Spot and Hide checks.

Cold-Blooded Killer [Combat, General, Leadership]
You know how to use terror to intimidate people.
Prerequisites: 4 or more ranks in Intimidate.
Benefit: You may make a coup de grace attacks on helpless opponents as a standard action instead of a full-round action. Additionally, you gain a +2 circumstance bonus on Intimidate checks against anyone viewing the execution.
Normal: Delivering a coup de grace is a full-round action.

Cross Training [Combat, General, Intelligence, Leadership, Recon]
You have taken some training outside your normal field.
Prerequisite: None.
Benefit: Choose any two skills. You gain one rank in each and they become core skills for you. This feat does not grant you the ability to exceed you maximum skill ranks.
Normal: Core skills are determined by your pre-war career and basic training.

Exotic Weapon Proficiency (Flamethrower) [Combat, General]
Prerequisite: Base attack bonus +1 or higher.
Benefit: You can use either Allied or Axis flamethrower designs (they used different ignition systems). Choose one when the feat is selected.
Normal: If you try to operate a flamethrower without the proper training, roll percentile dice. On a 1–10, you set yourself on fire and take the weapon's normal damage. On an 11–50, the weapon fails to fire. On a 51–00, it operates normally.
Special: You can take this feat twice, once for Allied weapons and once for Axis weapons.

Flurry of Blows [Combat, General]
Prerequisite: Base attack bonus +6 or higher.
Benefit: You gain an extra melee attack when taking the full attack action. All attacks suffer a -2 penalty in addition to any other penalties that might apply (such fighting with two weapons).
Normal: You can make one melee attack per round.

Favored Terrain [General, Recon]
You have received special training in one type of terrain.
Prerequisite: 4 or more ranks in Wilderness Lore.
Benefit: Choose one type of terrain from the following list: arctic, desert, forest, jungle, mountain, and swamp. When in this terrain, you gain a +3 competence bonus on Wilderness Lore checks and any cover bonuses to AC you gain are increased by +1.
Special: You can take this feat multiple times. Each time you take this feat, it applies to a different terrain.

Follow Me to Hell! [General, Leadership]
Your men are insanely loyal to you and will do almost anything you ask of them.

Prerequisite: Rank of sergeant or higher, 7 or more ranks in Command.

Benefit: You may reroll the result of a failed Command check. The second roll is final.

From the Hip [General, Combat]
You can control the recoil of a light machinegun when shooting from the hip (see Chapter Four).

Prerequisite: Weapon Proficiency (machineguns), Str 13+.

Benefit: You can fire an LMG from the hip without penalty (though note that you don't get the +2 bonus for firing with the bipod, either).

Normal: You take a -2 circumstance penalty when firing from the hip.

Grenadier [Combat, General]
You are skilled at the use of grenades.

Prerequisite: Weapon Proficiency (grenades), Str 13+.

Benefit: When you throw a grenade, its range increment is doubled.

Gun in a Knife Fight [General, Combat, Leadership]
You know how to use a pistol in hand-to-hand combat.

Prerequisite: Point Blank Shot.

Benefit: You can use a pistol without penalty in melee combat.

Normal: You take a –2 circumstance penalty when using a pistol in melee combat.

Jump Training [General]
You have been through jump school. You know how to use a parachute, how to land properly, and how to get out of your harness quickly.

Prerequisite: None.

Benefit: You use your Balance skill to make parachute drops. A typical drop has a DC 15, but flak and bad weather can increase the DC.

Normal: If you use a parachute without training, you must make a Dex check (DC 20, same modifiers as above). If you fail, you suffer 4d6 damage upon a rough landing.

Linguist [General, Intelligence]

Prerequisite: Int 13+.

Benefit: You can acquire Speak Other Language skills for half the normal amount of skill points.

Normal: Speak Other Language is bought as any other skill.

Promotion [General, Leadership]
You are promoted by one rank.

Prerequisite: GM approval.

Benefit: You gain one rank (see Table 2-1) and the command privileges that go with it.

Player's Handbook Feats Used

Alertness [General, Recon]
Ambidexterity [General]
Blind-Fight [General, Recon]
Cleave [Combat, General]
Dodge [General, Recon]
Endurance [General]
Expertise [Combat, General, Recon]
Great Fortitude [General]
Improved Disarm [General]
Improved Initiative [General, Leadership]
Improved Trip [General, Combat]
Improved Unarmed Strike [Combat, General]
Iron Will [General]
Lightning Reflexes [General]
Mobility [General, Recon]
Mounted Combat [Combat, General]
Point Blank Shot [Combat, General, Recon]
Power Attack [Combat, General]
Precise Shot [General, Recon]
Quick Draw [Combat, General]
Ride-By Attack [Combat, General]
Run [General, Recon]
Shot on the Run [General, Recon]
Skill Emphasis [General, Intelligence, Leadership]
Spirited Charge [Combat, General]
Toughness [General]
Track [General, Recon]
Trample [Combat, General]
Two-Weapon Fighting [Combat, General]
Weapon Finesse [Combat, General]
Weapon Focus [Combat, General, Leadership, Recon]

Normal: Beginning characters have a rank of Private First Class, or the equivalent.

Special: Your GM may give this out as a bonus feat to recognize special effort or a particularly well-executed mission. You can take this feat multiple times.

Rapid Reload [Combat, General]

Prerequisite: Base attack bonus +2 or higher.

Benefit: You can reload a pistol, rifle, or submachinegun as a standard action.

Normal: Reloading such weapons is a full-round action.

Saddle Shot [Combat, General, Recon]
As the Mounted Archery feat (see *PH*, page 83), but it applies to grenades, pistols, rifles, and submachineguns.

Skill Empasis [General, Leadership, Recon]
As the Skill Focus feat (see *PH*, page 85), but the bonus is +3.

Snap Shot [Combat, General]

Prerequisite: Base attack bonus +6 or higher.

Benefit: If you make a full attack, you can take one extra shot with a standard or semi-automatic weapon or one extra short burst with an automatic weapon. All attacks suffer a -2 penalty in addition to any penalties that might apply (such as taking two shots with a semi-automatic).

Normal: Standard weapons fire one shot per round, semi-automatics up to two, and automatic weapons fire one short burst.

Sneak Attack [General, Recon]

You can deal extra damage when you catch a foe by surprise.

Prerequisite: Expertise, Dex 15+.

Benefit: You gain a +1d6 sneak attack, as per the rogue class ability (see *PH*, page 47).

Special: You can take this feat a second time if you are level 5 or higher. This increases your sneak attack to +2d6.

Sniper's Nest [Combat, General, Recon]

If you have time to prepare a sniper's nest, you may not reveal yourself when you shoot.

Prerequisite: Point Blank Shot, Precise Shot.

Benefit: If you spend at least one minute preparing a sniper's nest and then hide, you can make a second Hide check immediately after you shoot your weapon. Both Hide checks receive a +2 circumstance bonus due to the sniper's nest.

Normal: You cannot hide while being observed.

Tough As Nails [General]

You can take punishment and come back for more.

Prerequisite: Con 13+.

Benefit: Your hit die increases by one type (d6 to d8, d8 to d10, or d10 to d12).

Normal: Your hit die type is determined by your basic training.

Special: You may take this feat at 1st level only.

Trench Rat [Combat, General]

You've lived through so many barrages they hardly phase you anymore.

Prerequisite: Base attack bonus +2 or higher.

Benefit: You gain a +4 morale bonus on shell shock saves (see Chapter Four). If you do fail a save, it's always for the lesser duration.

Normal: Shell shock saves are straight Will saves.

Weapon Familiarity [Combat, General]

You have trained with the weaponry of another nation and can use it without penalty.

Prerequisite: Weapon Proficiency (any), base attack bonus +1 or higher.

Benefit: Choose one nation other than your own. You can use weapons from that nation without penalty, as long as you have the requisite weapon proficiency.

Normal: If you don't have this feat, you suffer a -2 penalty on attack rolls when using foreign weaponry. Note that this penalty does not stack with nonproficiency penalties. In other words, if you aren't proficient in the weapon to begin with, its make is irrelevant and you simply suffer the standard -4 nonproficiency penalty.

Special: This feat does not apply to melee weapons. A knife is a knife the world over. You can take this feat multiple times. Each time you take this feat, it applies to the weaponry of a different nation.

Weapon Proficiency [Combat, General, Intelligence, Leadership, Recon]

You can use a class of your nation's weapons in combat without penalty.

Prerequisite: None.

Benefit: Choose one class of weaponry from the following list: anti-tank, machineguns, melee weapons, pistols, rifles, submachineguns, and thrown weapons. You make attack rolls with weapons of this kind normally.

Normal: If you use a weapon with which you are not proficient, you suffer a -4 penalty on attack rolls with that weapon.

Special: Note this feat only applies to weapons of your nation. To use weapons of other nations you need Weapon Familiarity. You can take this feat multiple times. Each time you take this feat, it applies to a different class of weaponry.

Weapon Specialization [Combat, General, Recon]

You are especially skilled with one weapon.

Prerequisite: Weapon Focus (chosen weapon), level 4+.

Benefit: Weapon Specialization adds a +2 damage bonus with a chosen weapon. If the weapon is a ranged weapon, the damage bonus applies only if the target is within the weapon's first range increment.

Special: You cannot specialize with a flamethrower.

CHAPTER 3. WEAPONS

Submachineguns and rifles opened up on our left flank. As the Germans shifted to the right, closer to our pillbox, advancing in a tighter group, I raised the safety catch and pressed the firing lever; the Maxim let out a lengthy burst. However, subsequently I fired short bursts. I saw that I didn't miss and the bullets kept finding their marks. The thinned out extended line retreated. A second one followed, but it, too, was forced to roll back. Suddenly, I saw two Nazis armed with grenades—quite near and in our dead zone—crawling up to the pillbox.

—Zoya M. Smirnova-Medvedeva,
On the Road to Stalingrad

This chapter details the common weapons of the infantry and cavalry of World War II. There was, of course, a great deal of mundane equipment (camp stoves, jerry cans, rain gear, etc.) used to keep the armies in the field. Unfortunately, it is beyond the scope of this article to describe all that equipment. If the exact type and color of ammo pouch really does matter to you, try searching the web for reenacteor sites. Since the hobby of historical reenactment requires such attention to detail, these sites often have insanely exhaustive descriptions of uniforms, collar tabs, equipment, and other gear.

Weapons are divided into seven categories: flamethrowers, grenades, machineguns, melee weapons, pistols, rifles, and submachineguns. Accompanying tables list the weapons' game statistics and descriptions of individual weapons follow. Entry types are described below.

Name: The most common name for the weapon. Nicknames are often noted in the descriptive text.

Burst Radius: The area of effect of a grenade or rifle grenade. See Chapter Four.

Damage, Critical, Range Increment, Weight: As described in the *Player's Handbook*.

Action: This refers to how a weapon fires in game terms. Standard weapons, which include revolvers and bolt-action rifles, fire once per round. Semi-automatic weapons are self-

Table 3-1: Flamethrowers

Name	Damage	Max Range	Weight	Capacity
Flamenwerfer 41	4d10	100 ft.	40 lb.	10
Lifebuoy	4d10	120 ft.	64 lb.	10
M-1A1	4d10	150 ft.	70 lb.	10
ROKS-2	4d10	150 ft.	50 lb.	6
100 Shiki	4d10	90 ft.	55 lb.	10

loading, so they can fire twice a round. Automatic weapons are, as the name indicates, fully automatic and can fire short or long bursts. See Chapter Four: Combat for details.

Capacity: The amount of ammunition in the weapon's clip, box, belt, strip, drum, or (in the case of flamethrowers) tank. When it runs out, the weapon must be reloaded.

Max Burst: The maximum number of bullets a machinegun or submachinegun can shoot in one round. See Chapter Four.

Max Range: The furthest distance a flamethrower can shoot. See Chapter Four: Combat.

Flamethrowers

Flamenwerfer 41: This German system used blanks to ignite the fuel and was thus more reliable than Allied designs. It was used by assault engineers, especially in city fighting.

Lifebuoy: The electrical ignition system of this donut-shaped British weapon was prone to malfunctions. Each time the Lifebuoy is fired, there is a 10% chance that the fuel fails to ignite. While the shot still sprays opponents in the line of effect with fuel, this does no damage unless ignited by another source.

M-1A1: This American design shares the same ignition problems as the Lifebuoy.

But What Do They Look Like?

If you're interested in seeing pictures of the weapons in this chapter, you have several options. First, there's the Web, which has many sites with info and pics of assorted World War II-era weapons (and again, reenactor sites are very good for this). Sutton Publishing's 1939-1945 series (including the *US Army Handbook*, *Red Army Handbook*, *British Army Handbook*, and the *German Army Handbook*) include detailed sections on the weapons used by the featured armies. The *German Army Handbook* even reproduces a page of diagrams that shows how to arm and fire a panzerfaust!.

The best picture resource I've found is published by Tamiya, the model company. One issue of their *Tamiya News* is called *Infantry Weapons During WWII*. While slim at 26 pages, it's nothing but pics of World War II weapons, broken down by country (Germany, Soviet Union, USA, England, Italy, France, and Japan). Most of the text is Japenese, but each weapon has an English tag. The book's a great resource (and cheap at $6.25) if you can find it.

Table 3-2: Grenades

Name	Damage	Range Inc.	Weight	Burst Radius
Fragmentation	4d6	15 ft.	1 lb. 8 oz.	20 ft.
Molotov Cocktail	4d8	10 ft.	2 lb. 0 oz.	5 ft.
Rifle Grenade	As type	50 ft.	As type	As type
Smoke*	—	15 ft.	1 lb. 3 oz.	30 ft.
Stun*	1d8	15 ft.	1 lb. 0 oz.	20 ft.

* See description for special rules.

ROKS-2: While all armies engaged in the war realized that flamethrower men were targets of choice, only the Soviets did something about it. The ROKS-2's tanks were camouflaged to look like a backpack, and its flame gun like a rifle. Anyone viewing the flamethrower operator receives a Spot check (DC 20) to see through the deception. If an opponent has seen the weapon fire, the deception becomes meaningless.

100 Shiki: This Japanese weapon used the same ignition system as the Flamenwerfer 41.

Grenades

A bewildering array of grenades were used in World War II and accurately detailing them all would take up more space than it's worth. *V for Victory* thus breaks down grenades into some broad categories, explained below. Anti-tank grenades will be dealt with in a follow-up article.

Fragmentation Grenade: The most common type by far, fragmentation grenades are designed to spray shrapnel in all directions when they explode. Representative types include the British 36M "Mills Bomb," the American M11A1 "Pineapple Grenade," the German Stielhandgranate 39 "Potato Masher" and the Japanese Type 91.

Molotov Cocktail: Born of grim necessity, the Molotov Cocktail is little more than a glass bottle filled with gasoline or some other flammable material. An oil-soaked rag stoppers the bottle and acts as a fuse. Anyone damaged by a Molotov Cocktail must make a second Reflex save (DC 15) or catch on fire (see page 86 of the *DMG*).

Rifle Grenades: There are rifle grenade versions of fragmentation, smoke, and stun grenades. See Chapter Four for special rules.

Smoke Grenades: Used to cover troop movement, smoke grenades have no damaging effect. They simply fill the burst radius with smoke. This provides one-half concealment (20% miss chance) and blocks line of sight. Representative types include the American M8 and the British No. 80.

Stun Grenades: Grenades without fragmentation sleeves were designed primarily to shock enemy troops. Soldiers often used them in house-to-house fighting, lobbing one into a room before spraying it with a submachinegun. Those in the blast radius take 1d8 damage and must take a Fortitude save (DC 15) or be stunned for one round (this replaces the normal Reflex save for grenade attacks). Representative types include the British No. 69 and the American Mark 111A2.

Machineguns

BAR: The Browning Automatic Rifle was the US army's standard squad automatic weapon. Its magazine was not only small, but also inconveniently located for reloading. Nonetheless, the BAR provided GIs with much-needed firepower.

Breda, Model 1930: The Breda was the only light machinegun available to the Italian army, and it proved a terrible weapon. It's cartridge was weak, its capacity low, and its reliability poor.

Breda, Model 1937: This was a better medium machinegun than the Model 1930 was a light gun, but the Model 1937 still used 20-round ammo strips that greatly reduced its effectiveness.

Bren Gun: The Bren was perhaps the finest light machinegun of the war. A Czech design, it was adopted by the British army in 1938. These same statistics can be used for the Vickers-Bertheir, a similar weapon that was used by Indian army divisions.

Browning M1917A1: This is a slightly improved version of the medium machinegun used by the US army in World War I. Like other machineguns of its era, it was a water-cooled weapon. In the 1920s an air-cooled version that had been developed for aircraft was issued to the infantry as the M1919A4.

Browning M2HB: Originally designed as an aircraft weapon, the Browning was adopted by the US army in 1921. The M2, an improved version, was introduced in 1932 and is still in service today. The "Ma Deuce," as the weapon was called, was fitted to a wide variety of vehicles and was also available on a tripod mount.

DP 1928: The DP, known by troops as the "record player" because of its round ammo drum, was the Red Army's light machinegun of choice.

Goryunov SG43: Even before the German invasion of the Soviet Union, the Red Army realized that it needed a more modern machinegun than the aging Maxim. The Goryunov went into production in 1943 and became the standard Soviet machinegun after World War II.

Maxim 1910: The Maxim was another long-lived machinegun, dating back to the late 19th century. The Russian model was so heavy that a special wheeled mount (the Sokolov) was designed for it. Its wheels could be replaced with skis for winter operations.

MG34: The Maschinengewehr 34 was the first general purpose machinegun. When used with a bipod it made an excellent light machinegun. It could also be mounted on a tripod and used as a medium machinegun.

MG42: The MG42, the Wehrmacht's replacement for the MG34, had a rate of fire higher than any other machinegun of World War II. As a result, its barrel was prone to overheating, so it was usually issued with two or three extras. Changing a barrel is a full-round action. Such a switch must be made after every 250 rounds fired. Like the MG34, it could be used bipod or tripod mounted, but it was hard to control as a bipod due to its rate of fire.

Taisho 11: These stats can be used for both the Taisho 11 light machinegun and it's replacement, the Type 96 (Weight 20 lb.). Japanese production simply couldn't make enough Types 96s, so the Taisho 11 continued to serve until the end of the war.

Type 92: Known as the "Woodpecker" by Allied troops due to its distinctive sound, the Type 92 was the Japanese army's most common medium machinegun.

Vickers, Mark 1: The Vickers Mark 1 was the standard heavy machinegun of the British army from 1912–1968, a tribute to its solid design. The Vickers was so reliable that one gun at the Battle of the Somme (1916) fired an average of 10,000 bullets an hour for twelve consecutive hours.

Melee Weapons

Cavalry Saber: By World War II, the era of the mounted charge was largely over. While cavalry was employed, especially on the Eastern Front, the troopers usually dis-

Table 3-3: Machineguns

Name	Caliber	Damage	Critical	Range Inc.	Weight	Action	Capacity	Max Burst
BAR	.30in	2d10	x3	200 ft.	22 lb. 0 oz.	Auto	20	20
Breda, Model 1930	6.5mm	2d8	x3	175 ft.	22 lb. 8 oz.	Auto	20	20
Breda, Model 1937	8mm	2d10	x3	200 ft.	43 lb. 0 oz.	Auto	20	20
Bren Gun	.303in	2d10	x3	200 ft.	22 lb. 5 oz.	Auto	30	30
Browning M1917A1	.30in	2d10	x3	200 ft.	32 lb. 10 oz.	Auto	250	45
Browning M2HB	.50in	2d12	x4	300 ft.	115 lb. 0 oz.	Auto	100	45
DP 1928	7.62mm	2d10	x3	200 ft.	20 lb. 8 oz.	Auto	47	47
Goryunov SG43	7.62mm	2d10	x3	200 ft.	30 lb. 4 oz.	Auto	250	60
Maxim 1910	7.62mm	2d10	x3	200 ft.	162 lb. 8 oz.	Auto	250	55
MG34	7.92mm	2d10	x3	200 ft.	26 lb. 11 oz.	Auto	50 or 250	85
MG42	7.92mm	2d10	x3	200 ft.	25 lb. 8 oz.	Auto	50 or 250	120
Taisho 11	6.5mm	2d8	x3	175 ft.	22 lb. 8 oz.	Auto	30	30
Type 92	7.7mm	2d10	x3	200 ft.	122 lb. 0 oz.	Auto	30	30
Vickers, Mark 1	.303in	2d10	x3	200 ft.	40 lb. 0 oz.	Auto	250	45

Table 3-4: Melee Weapons

Name	Damage	Critical	Range Inc.	Weight
Cavalry Saber	1d6	18-20/x2	—	3 lb.
Club/Nightstick	1d6	x2	10 ft.	3 lb.
Entrenching Tool	1d6	x3	—	3 lb.
Fixed Bayonet*	1d8	x3	—	Weapon weight plus 2 lb.
Knife or hand-held bayonet	1d4	19-20/x2	10 ft.	2 lb.
Kukri	1d4	18-20/x2	10 ft.	3 lb.
Lance*	1d8	x3	—	10 lb.
Machete/Long Bayonet	1d6	19-20/x2	—	2 lb. 8 oz.
Rifle Butt	1d6	x2	—	n/a
Shin-gunto	1d8	19-20/x2	—	6 lb.

*Weapon has Reach.

mounted to fight. Nonetheless, many cavalry formations, especially the Cossacks, continued to carry cavalry sabers and there were several instances of old-styled cavalry charges. One of Italy's few moments of glory on the Eastern Front was a saber attack against a Soviet bridgehead by the 3rd "Savoy Dragoons" in 1942.

Club/Nightstick: While not a common weapon for frontline fighters, they were sometimes used by military police units.

Entrenching Tool: The World War I tradition of using a sharpened entrenching tool in hand-to-hand combat continued in World War II because such a tool was much more handy in confined spaces that a rifle and bayonet.

Fixed Bayonet: Affixing a bayonet to a rifle (a move-equivalent action) effectively creates a spear. Although the rifle can still be fired when the bayonet is attached, there is a –1 circumstance penalty due to the unbalancing effect.

Knife: The given statistics can be used for both combat knives and hand-held bayonets.

Kukri: This was the signature weapon of the famed Ghurkas, fierce fighters from Nepal who have served in the British army since 1814.

Lance: By World War II, the lance was almost exclusively reserved for ceremonial usage. One notable exception occurred during the invasion of Poland. On September 23rd, 1939, lance-armed Poles of the 25th Uhlans clashed with saber-wielding Germans of the 1st Cavalry Brigade in one of the few engagements of this type in World War II. The Poles bested their opponents and charged on, only to be cut to ribbons by machinegun fire.

Machete/Long Bayonet: Machetes were used in the Pacific Theater to hack through dense jungle terrain and, of course, as weapons. These same statistics can be used for certain long bayonets (also known as sword bayonets), though this style of bayonet was rare by World War II.

Rifle Butt: Rifles themselves were often used as clubs in hand-to-hand combat.

Shin-gunto: The modern Japanese army had used a western-style saber called the kyo-gunto ("first military sword") since 1875. In the 1930s, however, nationalistic officers began to clamor for a more traditional sword. The result was the shin-gunto ("new military sword"), a modern manufactured version of the samurai's weapon of choice, the katana. Swords of this type were issued to officers and NCOs. The colors of the sword strap and tassel indicated the bearer's status.

Table 3-5: Pistols

Name	Caliber	Damage	Critical	Range Inc.	Weight	Action	Capacity
Beretta M1934	9mm Short	1d8	x3	10 ft.	1 lb. 7.5 oz.	Semi-auto	7
Browning High Power	9mm	1d10	x3	20 ft.	2 lb. 3 oz.	Semi-auto	13
Colt M1911A1	.45in.	2d8	x3	15 ft.	2 lb. 7.5 oz.	Semi-auto	7
Lebel	8mm	1d8	x3	20 ft.	1 lb. 10.5 oz.	Standard	6
Luger P '08	9mm	1d10	x3	20 ft.	1 lb. 14 oz.	Semi-auto	8
Nagant Model 1895	7.62mm	1d10	x3	20 ft.	1 lb. 12 oz.	Standard	7
Nambu	8mm	1d8	x3	20 ft.	1 lb. 15.5 oz.	Semi-auto	8
Radom	9mm	1d10	x3	20 ft.	2 lb. 5 oz.	Semi-auto	8
Smith & Wesson 38/200	.357in.	1d10	x3	20 ft.	1 lb. 8 oz.	Standard	6
Tokarev Model TT33	7.62mm	2d6	x3	15 ft.	1 lb. 13 oz.	Semi-auto	8
Walter P'38	9mm	1d10	x3	20 ft.	1 lb. 13.5 oz.	Semi-auto	8

Pistols

Beretta M1934: Originally introduced into the Italian army in 1915, the Beretta went through a series of improvements that resulted in the Model 1934. This pistol served in the Italian-Abyssinian War of 1935-36 and was also used by fascist forces in the Spanish Civil War. It remained the standard sidearm of the Italian army throughout World War II, despite its short barrel and underpowered ammunition.

Browning High Power: The Browning High Power served in a bewildering array of militaries throughout the war. It was originally manufactured in Belgium and used by the Belgian Army and that of smaller nations like Lithuania. After the Germans overran Belgium, they took over the FN factory and continued to produce the pistol. They called it the Pistole Modell 35(b), and it was issued primarily to SS and Paratroop units. Meanwhile, the plans for the Browning HP had been smuggled to England and from there they migrated to Canada. The Canadians put it into production, the first shipments going to the Chinese Nationalist Army of Chiang Kai-shek. It was then issued to the Canadian army and some British Commando and Airborne units. The Browning High Power proved popular because of its large magazine capacity and the ease with which 9mm ammo could be procured in Europe.

Colt M1911A1: This was a slightly modified version of the pistol adopted by the American Army in 1911. It used the powerful .45 round, which gave it more stopping power than any other pistol in service. American officers, NCOs and heavy weapon crewmen favored the Colt, though after 1942 crewmen began to be issued the M1 Carbine or M3 Grease Gun instead. It also saw use with specialized units like the American Rangers and the British Commandos.

Lebel: Though not actually designed by Nicholas Lebel, the Model 1892 nonetheless bears his name. Although not a particularly well-designed or effective weapon, the Lebel was produced from 1892–1945. It used a cartridge made only in France, which lacked the striking power of pistols like the Colt or the Browning. Although outdated by World War II standards, the sheer ubiquitousness of the weapon insured that it found use in many French Resistance groups.

Luger P '08: Technically known as the Parabellum Pistole '08, this pistol has gone down in history as the Luger. Although the German army began to replace it in 1938 with the Walther, their production of the Luger continued until 1942. Although most commonly seen as an officer's sidearm, NCOs, messengers, and heavy weapon crews also used Lugers. American soldiers prized Lugers as war souvenirs (see *Band of Brothers* for a graphic illustration of how far GIs were willing to go to get a Luger).

Nagant Model 1895: Originally adopted by the Tsarist military in 1895, the Nagant continued to serve the Red Army after the Russian Revolution and Civil War. Officers, NCOs, and specialists typically made use of the Nagant, but as the war went on the easier-to-manufacture submachinegun began to replace the aging pistol.

Nambu: The original Nambu was known as the Taisho 04, in reference to the year it was first offered for sale (not 1904, as one might think, but the fourth year of the Taisho reign, or 1915). Similar in appearance to the Luger, its internal workings were in fact based on the Italian Glisenti pistol. It used an uncommon ammunition of poor stopping power, which was not helped by its weak striker spring. A slightly improved version, the Taisho 14, was introduced in 1925, but it retained the same ammo and the same weak striker spring. Both versions saw wide use by Japanese officers.

Radom: The Polish War Ministry held a competitive trial in 1935 to choose a new pistol. The Radom, a reliable weapon similar to Browning designs, won the competition and the Polish army adopted it in 1936. Production numbers were low and before the Blitzkrieg it was only issued to cavalry units and some officers. The Germans kept the factories going after the occupation of Poland and the renamed

Table 3-6: Rifles

Name	Caliber	Damage	Critical	Range Inc.	Weight	Action	Capacity
Arisaka, Meiji 38	6.5mm	2d8	x3	175 ft.	9 lb. 8 oz.	Standard	5
Gewehr 43	7.92mm	2d10	x3	200 ft.	9 lb. 9 oz.	Semi-auto	10
Lee-Enfield No. 4	.303in.	2d10	x3	200 ft.	9 lb. 1 oz.	Standard	10
M-P-C Carbine M1891/24	6.5mm	2d8	x3	175 ft.	8 lb. 6 oz.	Standard	6
Mauser Kar98K	7.92mm	2d10	x3	200 ft.	8 lb. 9 oz.	Standard	5
M1 Garand	.30in	2d10	x3	200 ft.	9 lb. 8 oz.	Semi-auto	8
Mosin-Nagant Model 1930G	7.62mm	2d10	x3	200 ft.	8 lb. 11 oz.	Standard	5
Sturmgewehr 44	7.92mm Short	2d6	x3	150 ft.	11 lb. 5 oz.	Auto	30
Tokarev SVT-40	7.62mm	2d10	x3	200 ft.	8 lb. 8 oz.	Semi-auto	10
US Carbine M1	.30 in Short	2d6	x3	100 ft.	5 lb. 0 oz.	Semi-auto	15

Pistole Modell 35(p) saw wide service in the German army, particularly in Waffen SS and Parachute units.

Smith & Wesson 38/200: Also known as the "British Military," this revolver was simply Smith & Wesson's standard Military and Police .38 chambered to take the British .38 cartridge (which, confusingly enough, was actually .357in). It proved the most popular revolver issued to British soldiers during the war and was often carried by Commando and Airborne troops.

Tokarev Model TT33: Designed as a replacement for the Nagant, the Tokarev is based on the Colt M1911. Though intended for infantry officers, there is some question as to how many Tokarevs were actually issued during the course of the war. As noted in the Nagant's description, the Soviets favored the mass-produced submachinegun, so the Tokarev never became a common weapon in the Red Army.

Walther P'38: The Walter was designed as a replacement for the Luger. With the rapid expansion of the Wehrmacht in the 30s, a pistol that could be mass produced quickly was needed. The Walther fit the bill and was also more robust than the Luger, able to withstand the extreme conditions of the Eastern Front better than most weapons. The Swedish Army purchased Walthers in 1939.

The same statistics can be used for the Steyr Model 1912 (Weight 2 lb. 3 oz.), a sidearm used by the Austrian army. After the Anschluss, the German and Austrian armies merged and the Steyr was rechambered to take the standard German 9mm round.

Rifles

Arisaka, Meiji 38: The standard weapon of Japanese infantryman in World War II. Originally introduced in 1905, the Japanese army decided its 6.5mm cartridge was too weak in the 1930s. A 7.7mm round (2d10 damage) was developed, and the Arisaka re-barreled to fire the new ammo. Due to production problems, however, the older version continued as the standard throughout the war. The sniper's version, the M97, included a bipod.

Gewehr 43: The first German attempt to design an automatic rifle, the Gewehr 41, was a failure. It was heavy, badly balanced, and required excessive maintenance. The much-improved Gewehr 43 saw extensive service on the Eastern Front. Every model was capable of mounting a telescopic sight, and many Gewehr 43s were used as sniper rifles. The Czech army adopted the Gewehr 43 as its standard sniper rifle after the war.

Lee-Enfield No. 4: The mainstay of the British army from 1895–1957. Of the 27 different models produced, the No. 4, Mark 1 saw the most service in World War II. Variants included the Mark 1(T), a sniper's version capable of taking a telescopic site, and the No. 5, Mark 1, a shortened version designed for use in the jungle. The latter is five inches shorter, 2 pounds lighter, and has a range increment of 175 ft.

Mannlicher-Parravicino-Carcano Carbine M1891/24: Yet another shortened version of a World War I battle rifle, the Carbine M1891/24 was the standard infantry weapon of the Italian army of World War II. Although similar in design to other bolt-action rifles, its weak cartridge made it less effective.

Mauser Kar98K: The standard bolt-action rifle of the Wehrmacht in World War II, the Mauser Kar98K was an improved (and shortened) version of the 1898 model. Rugged, durable, and reliable, the Kar98K served Germany until the very end.

The same statistics can be used for the American Springfield M1903, which was licensed from an earlier version of the Mauser. The Springfield uses .30in ammunition and weighs 8 lb. 11 oz.

M1 Garand: John C. Garand's gas-operated rifle was chosen for further development after 1929 trials at the Aberdeen Proving Grounds. The US army adopted the resultant rifle, the M1, in 1936. Although meant to replace the Springfield M1903, pre-war production was slow enough that many Springfields remained in service. The Garand had an excellent rate of fire and proved itself the world over. Its only real downside was that it automatically ejected the clip after the last bullet was fired, causing an identifiable ping if the clip landed on a hard surface. This let all nearby enemies

know that the rifleman held an empty weapon.

Mosin-Nagant Model 1930G: Derived from the Mosin-Nagant Model 1891 (and sometimes known as the Model 1891/30), the Model 1930G was the standard bolt-action rifle of the Red Army throughout the war. A sniper's version and a shorter carbine, the Model 1938G, were also produced. Though originally intended for mounted troops, the Model 1938G (and its successor, the near-identical Model 1944G) were widely used throughout the Red Army. Both carbines use the Model 1930G's stats, but their range increment is only 100 ft.

Sturmgewehr 44: This was the first modern assault rifle, a weapon that combined the automatic fire of the submachinegun with a larger caliber of ammunition. Originally designated the MP43 to disguise its true nature from Hitler (he demanded longer range from his rifles, so the Army Weapons Office pretended they were working on an improved MP40 submachinegun), the weapon was field tested by elite units on the Eastern Front in 1943. The trials were such a success that the army demanded more and a demonstration for Hitler finally convinced him of the weapon's worth. It was christened the Sturmgewehr, or "assault rifle," and produced until war's end. The Sturmgewehr 44 uses the rules for submachineguns and has a max burst of 30.

Tokarev SVT-40: Though similar in function to the M1 Garand, the SVT-40 never had the success of the American weapon. Designed to be a more reliable version of the earlier SVT-38, the SVT-40 was nonetheless unable to stand up to harsh battlefield conditions without special care. The Red Army produced the weapon in small numbers and largely issued it to infantry NCOs. It was later withdrawn from service and converted into a sniper rifle (snipers already having very high standards of weapon care and maintenance). Soviet soldiers much preferred simple and reliable submachineguns like the PPSh.

US Carbine M1: This carbine was designed for troops whose main duty was not firing a rifle, but who nonetheless had the need for a light and handy weapon. The US produced more than six million of these weapons by war's end, and they were used throughout the army and the marines. Although not as accurate as the Garand, the Carbine M1 became a very popular weapon indeed. A variant with a pistol grip and folding stock, the M1A1, was produced for use by Airborne troops.

Submachineguns

Beretta, Model 1938A: Primarily an Italian weapon, the Model 1938A was also issued to some Rumanian and German troops (the latter referred to it as the MP (Berretta) 38(i). An easier-to-produce version, the Model 1938/42, was developed later in the war.

M3 Grease Gun: Although the Thompson was a good weapon, it was expensive and complicated to manufacture. The M3, known as the Grease Gun, was the US Army's replacement. Like the Sten gun, it was cheap to make, but effective. One interesting feature was a conversion kit that allowed the gun to shoot 9mm ammunition (1d10 damage) if .45 ammo was scarce. More than 600,000 Grease Guns had been made by the end of the war.

MP38/40: The Maschinenpistole 38 was the standard pre-war submachinegun of the Wehrmacht. Although its folding stock and woodless construction were groundbreaking, it was made with very traditional production techniques. With a simplified design, the MP40 served the German army faithfully for the rest of the war. MP40s were most commonly found in the hands of NCOs.

PPSh: Manufactured in massive quantities, the PPSh was the classic submachinegun of the Red Army soldier—entire divisions were sometimes equipped with it. Most PPSh's used the 71 round drum, though later in the war a 35-round box became available. Many German soldiers adopted the PPSh because large captured stocks were available and they appreciated its reliable and hefty ammo capacity.

Table 3-7: Submachineguns

Name	Caliber	Damage	Critical	Range Inc.	Weight	Action	Capacity	Max Burst
Beretta, Model 1938A*	9mm	1d10	x3	25 ft.	9 lb. 4 oz.	Auto	10, 20, 30 or 40	40
M3 Grease Gun	.45in	2d8	x3	25 ft.	8 lb. 15 oz.	Auto	30	30
MP38/40	9mm	1d10	x3	30 ft.	9 lb. 0 oz.	Auto	32	32
PPSh	7.62mm	1d10	x3	30 ft.	8 lb. 0 oz.	Auto	35 or 71	71
PPS-42	7.62mm	1d10	x3	30 ft.	7lb. 6 oz.	Auto	35	35
Sten Mark 2*	9mm	1d10	x3	25 ft.	6 lb. 10 oz.	Auto	32	32
Suomi, Model 1931	9mm	1d10	x3	30 ft.	10 lb. 5 oz.	Auto	20, 40, 50, or 71	71
Thompson M1*	.45in	2d8	x3	30 ft.	10 lb. 2 oz.	Auto	30	30

*This weapon is capable of selective fire. Switching from single shot to automatic (or vice versa) is a free action.

PPS-42: This Soviet submachinegun is forever associated the heroic defenders of Leningrad. Designed while the city was under siege, all its parts were made of stamped steel except the bolt and the barrel (allowing for very fast production). PPS-42s were sent directly from the Leningrad factories to the front line and they helped the city's defenders turn back the Nazi war machine.

Sten Mark 2: The British government decided it needed a good submachinegun in 1940. They had purchased some Thompsons from the US, but required a less expensive option. The Sten went into production in 1941 as a no frills alternative. It was cheap and ugly, but effective. The Mark 2 was the most common version, with more than two million produced throughout the war. It was copied frequently, first by resistance and partisan groups and later by the Germans themselves, who called it the MP3008 (some models of which were made to arm the German guerillas who it was presumed would spring up in the occupied Reich).

Suomi, Model 1931: In 1940 the British army's Ordnance Board opined that the Finnish Suomi was without question the finest submachinegun in existence. Certainly the Soviets came away from the Winter War of 1940 with a healthy respect for the Suomi, since they adopted its 71-round drum for their own submachineguns shortly thereafter. The Suomi was an all-around excellent weapon and it saw some use outside Finland in the armies of Norway, Denmark, and Sweden.

Thompson M1: This is the US military version of the famed American Tommy Gun. Originally designed as a "trench sweeper" during World War I, the Thompson arrived too late and was never used in that conflict. Gangsters adopted it in the 30s, much to John Thompson's chagrin, and the gun's drum magazines gave it a distinctive appearance. The M1 was a simplified version, standardized to accept only the 30-round box magazine. Although heavy, it was popular with US Rangers and British Commandoes, who prized its reliability. The Chinese were so impressed with the Thompson that they started making knock offs in the 30s.

CHAPTER 4. COMBAT

We imagined every possible outcome to the imminent fighting: surrender, captivity, flight...flight, or death...a quick death, to be done with it all. Some grasped their weapons all the more firmly, dreaming of a heroic defense which would push the Russians back, and hold the line. But most of us were resigned to death—a resignation which often created the most glorious heroes of the war. Simple cowards or pacifists, who had been opposed to Hitler from the start, often saved their lives and the lives of many others in a delirium of terror provoked by the accident of an overwhelming situation.

—Guy Sajer, *The Forgotten Soldier*

The basics of combat remain the same, but firefights have a different dynamic than the dungeon crawl. Melee combat is much more rare with automatic weapons and grenades in the mix. While going prone is a rare action in a D&D campaign, it's smart soldiering to hit the dirt on the bullet-raked battlefields of World War II. Using cover is a required survival skill as well. The following rules, arranged alphabetically by topic, should allow you run tense and exciting World War II combats.

Armor and Armor Class

The World War II-era infantryman did not wear personal armor. While flak jackets did exist, they were heavy and usually only worn by aircraft crews. The one piece of armor that soldiers did use was the helmet. While helmets were not strong enough to stop bullets, they did provide some protection from shrapnel. Any character wearing a helmet gains a +2 armor bonus to his Reflex saves against grenades and artillery barrages.

In *V for Victory*, Armor Class is determined as follows:

AC = 10 + Defense bonus + Dexterity bonus.

Table 4-1: Barrages

Duration / Intensity	Short	Average	Long
Light	1d8/10	1d12/13	2d8/15
Medium	2d6/12	2d8/15	2d12/17
Heavy	2d8/15	2d12/18	4d8/20

Table 4-2: Shell Shock

Duration / Intensity	Short	Average	Long
Light	Dazed/10	Dazed/13	Shaken/15
Medium	Shaken/12	Cowering/15	Cowering/17
Heavy	Frightened/15	Frightened/18	Panicked/20

Barrages

Artillery was an important component of every major army of the war. While barrages were key to most offensives, they do not make for very exciting roleplaying encounters. Having characters sitting in a dugout for hours while Soviet shells rain down, for instance, should not be a common occurrence in a campaign. There are times, however, when you might want to feature artillery barrages in your game. The following rules can be used for anything from heavy mortars to rail guns. They give you a relatively abstract way to handle what was an everyday occurrence for thousands of soldiers.

First, choose an area of effect for the barrage (10 ft. by 10 ft. to as large as seems reasonable). Second, choose the intensity of the barrage (light, medium, or heavy), then its duration (short, average, long), and cross reference on Table 4-1: Barrages. The result is two numbers separated by a slash. The first number is the damage for the barrage, the second the DC of the Fortitude save to avoid it. Remember to add the cover save bonus (see Cover and Concealment).

When the barrage is over, all characters in the area of effect must make a Shell Shock check. Consult Table 4-2: Shell Shock and cross reference the duration and intensity again. The chart provides the DC of the Will save to resist the listed condition (see Condition Summary, pages 84-85 of the *DMG*).

Shaken, Cowering, Frightened, and Panicked are fear conditions, so bonuses to saves vs. fear apply.

Shell Shock conditions last for 1d6 rounds if the save is failed by less than 5 and 1d6 minutes if the save is failed by 5 or more. If a nearby leader successfully uses the Command skill to rally, Shell Shocked troops can make a second save with a +2 morale bonus. The results of the second save are final.

Cover and Concealment

Soldiers in *V for Victory* do not have armor or magic to keep them from harm. To stay alive, they must use cover and concealment to gain maximum advantage. The concealment rules in the *PH* (page 133) can be used as is, and smoke should be a common element in the war zone. Cover also works the same, but the associated chart has been revised to give a broader range of choices and more generous protection.

A cover save bonus is given for 100% cover, applied only to resist the effects of barrages (see above).

Fear

The Command skill is a good way to handle the morale of NPCs. One roll by a leader can determine if the troops follow their orders. This doesn't work so well with player characters, who like to control their own fate. The trouble is that players routinely send their characters into dire danger

Table 4-3: Cover

Degree of Cover	Example	Cover AC Bonus	Cover Save Bonus*
10%	Behind open a wooden fence.	+3	+1
20%	Behind a low wall	+4	+2
30%	Prone in a shallow foxhole	+5	+3
40%	Standing at a window, behind a small tree	+6	+4
50%	Behind a high wall, prone in a deep foxhole	+7	+5
60%	Inside a trench, behind a large tree	+8	+6
70%	Inside a log bunker	+9	+7
80%	Inside a stone or brick bunker	+10	+8
90%	Inside a reinforced concrete bunker	+11	+9**
100%	Underground or behind solid obstacles.	—	+10**

*Applies to Reflex saves and saves vs. barrages.

**Half damage if save is failed; no damage if successful.

without a second thought. If you want to simulate more realistic battlefield conditions, make the players take fear checks when they want to take suicidal risks like charging the machinegun emplacement over open ground. Fear checks are Will saves with a base DC of 15. Before the check, decide which fear condition will apply (Shaken, Cowering, Frightened, or Panicked; see *DMG*, pages 84–85). On a failed save, the chosen condition applies for one round. This can add tension to a firefight without taking an unlucky PC completely out of the encounter.

Flame Throwers

No attack roll is required to shoot a flamethrower. It's instead resolved as a line attack (like a dragon's breath weapon). The firer can choose the length of the line, up to the weapon's Max Range (width is always 5 ft.). Anyone in the line of effect must make a Reflex save (DC 15) or take full damage. A successful save results in half damage. Anyone damaged by a flamethrower must make a second Reflex save (DC 15) or catch on fire. See page 86 of the *DMG*.

Flamethrowers were commonly used to attack the occupants of bunkers or caves. In confined spaces, the flames can spread out and fill a whole area. When a flamethrower's line of effect is blocked, calculate the number of additional feet the line would have traveled if not blocked and divide that number by 5. That is the number of 5-foot squares you may fill with flame. These additional squares of flame must be adjacent to each other and spread out as evenly as possible.

For example, Sergeant Stone fires his flamethrower at a 30 ft.-by-30 ft. bunker that's 50 ft. away. His line of effect goes through the vision slit, into the bunker, and to the back wall, for a total of 80 feet. If Sergeant Stone fired a 100 ft-squirt, he'd have 20 ft. "left over." Divided by 5, that gives an additional 4 squares of bunker that fill up with flame. Two squares to the left and two squares to the right (remember, they must be spread out evenly) are thus filled with flame.

Flamethrowers were rightly feared on the battlefield, making their operators instant targets to anyone in the vicinity. What's worse, enemy fire could and did ignite the fuel tanks, and many flamethrower operators were killed in this way. Whenever a flamethrower operator is shot (including long bursts from machineguns and submachineguns), there is a 25% chance the tanks will ignite, destroying the weapon and likely incinerating the wielder. The operator takes 4d10 points of damage immediately, and must make a DC 15 Escape Artist check each subsequent round to avoid taking damage again. On the round in which the weapon is removed, the operator still must make a Reflex save (DC 15) or catch on fire.

Grenades and Grenadelike Weapons

Grenades are common weapons on the front line. Throwing one is bit different than making a normal ranged attack. The AC of your enemy is irrelevant because your aim is to land the grenade in a particular area. To make a grenade attack, first pick a 5-foot square that's within 70 feet of you. In open ground, you roll to hit vs. AC 10. However, there are times when you might want to toss a grenade through a window or inside an open tank hatch. In those instances, the GM should pick an appropriate AC using the following guideline.

Target	Armor Class
Open ground	10
Area of rubble or over a low wall	13
Around a corner or through a doorway	15
Through a window or over a high wall	18
Through a tank hatch	20
Through a bunker's firing slit	23

If you hit, the grenade lands on target. If you miss, it lands 1d20 ft. away in a random direction (use the Grenadelike Weapon deviation diagram on page 138 of the *PH*). Molotov cocktails explode on impact, but other grenades have fuses. Many of these fuses were hand cut in the factory, so times can vary. To determine when a grenade goes off, check the natural attack roll. If the number is even, the grenade explodes immediately. If it's odd, the grenade explodes on your turn next round (thus giving enemies a chance to dive for cover or throw the grenade back; the return throw doesn't change when the grenade will explode).

When a grenade goes off, anyone within the burst radius must make a Reflex save (DC 15) or take full damage. A successful save results in half damage. Remember to apply the cover save bonus to saving throws where appropriate. Prone defenders receive a +4 to their saves (in addition to the cover save bonus, if any).

Rifle Grenades

Rifle grenades work the same way, but they can be targeted at spots beyond 70 feet and they always explode on the round they are fired.

Rifles require a special attachment to fire grenades. Attaching this device is a full-round action, as is readying the weapon to fire (this entails loading the grenade and the special blank cartridge that's required to fire it).

Machineguns

Machineguns follow a number of special rules.

Light Machineguns: Light machineguns like the BAR and Bren come with bipods to steady them. Setting up a bipod weapon is a move-equivalent action. Once set up, it can fire without penalty. It's also possible, though not always advisable, to fire LMGs "from the hip." Without the bracing of the bipod, they are much less accurate. When shooting from the hip, you can only make short bursts (see below) and the normal +2 circumstance bonus to attack rolls is replaced by a -2 circumstance penalty.

Medium and Heavy Machineguns: Heavier machineguns are usually mounted on a tripod. Setting one up takes three full-round actions. Soviet weapons on Sokolov mounts can be readied in only one round, but their heavy carriage makes them more difficult to manhandle into position.

Reloading: Machineguns need a crew of two to operate at maximum efficiency. While fully crewed, it takes only one full-round action to reload a machinegun. An MG with only one crew person takes two full-round actions to reload.

Shooting: Machineguns can shoot either short or long bursts. See the submachinegun section for rules on burst fire.

Massive Damage

In D&D the Massive Damage threshold is set at 50, so if you take 50 points of damage or more from a single attack you must make a Fortitude save (DC 15) or die outright. World War II firearms and artillery are certainly deadly enough for "one hit, one kill," but a threshold of 50 is too high for the genre. Once again, you should choose between the Gritty Option or the Hollywood Option. For the gritty option, the threshold is 10. For the Hollywood option, it's 20.

Pistols

Pistols follow the normal rules for ranged weapons with one exception. Pistols can be used in melee combat without provoking an attack of opportunity, however the firer takes a -2 circumstance penalty on attack rolls.

Semi-automatic Weapons

Certain weapons listed in Chapter Three: Weapons are classified as semi-automatic. When fired, they automatically ready themselves to be fired again. This drastically increases their rate of fire, but does not make them true automatic weapons (like submachineguns). The shooter of a semi-automatic weapon has two choices when making an attack.

Single Shot: If the weapon is fired only once, no special rules apply.

Double Shot: A semi-automatic weapon can be fired twice as a full-round action. Each shot suffers a -2 penalty.

Submachineguns

Submachineguns are short-ranged weapons that fire a hail of pistol-caliber ammunition. They are very useful for street fighting and were favored by the Soviets above all other armies. Depending on the weapon, they can be fired two or three different ways.

Single Shot: Some submachineguns are capable of selective fire. If only a single shot is fired, no special rules apply. Switching a weapon from single shot to automatic (or vice versa) is a free action.

Short Burst: Short bursts are used for accurate fire. Each short burst uses up 3 bullets and the attack is resolved with a +2 circumstance bonus. If the target is within the weapon's first range increment, the submachinegun inflicts an additional 1d8 damage. These rules simulate the fact that while shooting a burst increases your chance to hit, you're only likely to hit with more than one bullet at very short range. If the weapon has less than 3 bullets remaining, resolve the attack as if it were a single shot.

Long Burst: There are times when aiming is not as important as hosing an area down with a lot of lead. That's what long bursts are for. Firing a long burst is a full-round action. You can fire off a number of bullets equal to the weapon's max burst rating. You can target these bullets at one or more adjacent 10 ft.-by-10 ft. areas, and at least 10 bullets must be assigned to each. Anyone in these areas must make a Reflex save to avoid taking the weapon's normal damage. Calculate the DC separately for each 10 ft.-by-10 ft. area.

DC = number of bullets fired -2 for each range increment beyond the first.

The maximum DC for a long burst is 25.

Remember to apply the cover save bonus to saving throws where appropriate. Prone defenders receive a +4 to their saves (in addition to the cover bonus, if any).

For example, Sergeant Stone wants to break up a German attack with his trusty Thompson. He fires a long burst (a full round action) at two 10 ft. by 10 ft. areas. Each area has two Germans, so he decides to split his bullets equally. He's got a full clip and decides to unload the whole thing (max burst for a Tommy Gun is 30, which is also its capacity). If the Germans are 50 feet away, the DC for the their Reflex save would be 15 [number of bullets in each area] 2 [range increment] 13. If he had wanted, Sergeant Stone could have split his bullets differently. He could have put 20 into one area and 10 (the minimum) into the other.

It's entirely possible to blow off dozens of rounds of ammo and crank up the DC. Of course, the next round the weapon will be empty...

Telescopic Sights

Most armies developed specialized sniper rifles that used telescopic sights (see the rifle descriptions in Chapter Three for sniper variants of standard weapons). Firing a scoped rifle is a full-round action (since your field of vision is restricted and it takes time to acquire targets). The scope provides the firer with a +4 circumstance bonus to hit that can only be used to offset range penalties. Effectively, a sniper with a scoped rifle can shoot out to three range increments without penalty.

CHAPTER 5. ENEMIES

Calvin Lincoln, 511th Parachute Infantry Regiment, 11th Airborne Division:
Within minutes, we opened up on them and killed most of them. As we walked up to see if there were any alive, a body was hollering in English. I carefully walked over to him since they [the Japanese] were known for luring you in and they could shoot you or detonate a grenade. I could see his arms were out and he didn't have a weapon. He asked me in perfect English if I could get him a priest. That stunned me. I asked him, "Where did you learn to speak such good English?" He said, "I graduated from Catholic University in Washington."

—Patrick K. O'Donnell, *Into the Rising Sun*

You can't run a game of *V for Victory* without bad guys. Who exactly the bad guys are depends on your campaign, of course, but this chapter presents some useful example stats. You can use these as is, modify them with different weapons or levels, or simply use them as guidelines when creating your own enemies. If you are using the Hollywood Option (see Chapter One), note that only major villains should gain this benefit. Typical grunts always use the Gritty Option and they must roll for hit points at 1st level (rather than receiving maximum hit points). Elite units can be given maximum hit points at first level at your option.

Unit Organization

Most of the time, your PCs will be going up against enemy units. It's thus useful to build your NPCs into squads (and occasionally a platoon). The organization of units varied from army to army, but you can use the chart below as a general guideline. Note that these designate a unit at full strength, which was rare on the front line. Officer casualties were often so high that men assumed commands beyond their rank. It was not uncommon to find platoons led by sergeants, for instance, or companies led by 2nd lieutenants.

Unit Name	**Size**	**Commanded by**
Fire-team/half squad	4-6 men	Corporal or Squad Sergeant
Squad	2 fire-teams	Sergeant
Platoon	3 squads	Lieutenant
Company	3 platoons	Captain

For most games you should use enemy units of platoon size or smaller. You can also attach small units of specialized troops, which were often organized into their own battalions and parceled out to units as needed. For example, a German rifle platoon may be given a squad of assault engineers if they expect to be attacking fortified positions.

Grunts

Sometimes you need basic stats in a hurry. Below you'll find stats for a generic grunt, at 1st and 2nd level. All you need to do is choose weapons for them and they are ready to go.

Fritz, Ivan, Joe, or Tommy

1st Level, Combat Training
Hit Dice: 1d10+1 (6 hp)
Initiative: +1 (Dex)
Speed: 30 ft.
AC: 12 (+1 Defense, +1 Dex)
Attacks: Rifle or grenade +2 ranged; or bayonet +2 melee
Damage: Rifle (as weapon); or grenade 4d6; or fixed bayonet 1d8+1
Face/Reach: 5 ft. by 5 ft./5 ft.
Career Ability: Proletarian Spirit (factory worker)
Specialties: Close Combat
Saves: Fort +3, Ref +1, Will -1 (+1 vs. fear)
Abilities: Str 13, Dex 12, Con 13, Int 8, Wis 8, Cha 9
Skills: Balance +4, Hide +2, Intimidate +2, Spot +2.
Feats: Grenadier, Power Attack, Weapon Proficiency (grenades), Weapon Proficiency (melee weapons), and Weapon Proficiency (rifles).
Challenge Rating: 1
Equipment: Rifle, 2 fragmentation grenades, bayonet, helmet.

Fritz, Ivan, Joe, or Tommy

2nd Level, Combat Training
Hit Dice: 2d10+2 (13 hp)
Initiative: +1 (Dex)
Speed: 30 ft.
AC: 13 (+2 Defense, +1 Dex)
Attacks: Rifle or grenade +3 ranged; or bayonet +3 melee
Damage: Rifle (as weapon); or grenade 4d6; or fixed bayonet 1d8+1
Face/Reach: 5 ft. by 5 ft./5 ft.
Career Ability: Proletarian Spirit (factory worker)
Specialties: Close Combat
Saves: Fort +4, Ref +1, Will -1 (+1 vs. fear)
Abilities: Str 13, Dex 12, Con 13, Int 8, Wis 8, Cha 9
Skills: Balance +4, Hide +3, Intimidate +2, Spot +2.
Feats: Grenadier, Power Attack, Rapid Reload, Weapon Proficiency (grenades), Weapon Proficiency (melee

Toy Soldiers

While historical miniatures pre-date RPGs, until just a few years ago there was a paucity of World War II minis in 25–28mm scale. The field was dominated by 20mm minis, which could be used with widely available model vehicle kits. With the rise in popularity of skirmish miniatures games (like the late *Chainmail*), several miniatures companies have released ranges of World War II minis in either 25mm or 28mm. If you are looking for minis for your *V for Victory* game, I recommend the following.

Black Tree Design
http://www.black-tree-design.com/index.html
Black Tree makes my favorite line of World War II minis. They are in the larger 28mm scale, and there is a good selection of American, German, Soviet, and British soldiers, plus male and female French Resistance figures. Their "Men of War" line features minis of famous personalities, like General Eisenhower and General Chuikov (the hero of Stalingrad). Slightly less tasteful is the miniature of Hitler, but this would be perfect for an alternate history "whack the Fürher" adventure.

Wargames Foundry
http://www.wargamesfoundry.com
The Foundry has a nice 28mm range as well, sculpted by the indomitable Perry Twins. It started small, with only German paratroopers and British home guard (which UK readers would recognize as a homage to the *Dad's Army* show). They have since added some British paratroopers, German Wehrmacht, and my favorite, Chindits (see Chapter Six).

West Wind Productions
http://www.westwindproductions.co.uk
West Wind's "Berlin or Bust" line is in the more traditional 25mm scale, so they don't mix so well with the other lines. Their line is fairly comprehensive though, and includes some nice mohicaned 101st Airborne Division figs (great for D-Day adventures) and a line of vehicles.

Another option is to use plastic soldiers from companies like Tamiya and Airfix. 1/35th scale plastics are larger than 28mm figures, and usually require assembly, but the range of available troops is enormous. A cheaper, smaller alternative is 1/72nd scale, which matches well with the 20mm minis mentioned above.

weapons), and Weapon Proficiency (rifles).
Challenge Rating: 2
Equipment: Rifle, 2 fragmentation grenades, bayonet, helmet. May swap rifle for submachinegun.

Sample Squad

What follows is a sample squad from an SS formation known as the Dirlewanger Brigade. This unit was one of the vilest on the Eastern Front. It consisted of convicted criminals, poachers, and men under sentence of court martial. The Dirlewanger Brigade is notorious for its actions during the uprising of the Polish Home Army in August, 1944. The Poles, eager to liberate Moscow before the Red Army arrived, rebelled under the leadership of General Bor-Comorowski. The Germans responded by sending in SS units specialized in anti-partisan actions. This included the Dirlewanger Brigade and Kaminski's Brigade, an SS unit made up of anti-communist Russians recruited from POW camps.

In the ensuing battle Warsaw was all but destroyed. The Dirlewanger Brigade went on a rampage of raping, looting, and murder so extreme that reports of the atrocities reached the ears of Hitler himself. Brigade members even threatened other German soldiers who tried to stand in their way. Kaminski's men acted in similar fashion.

SS-Scharfuhrer, Squad Leader

3rd Level, Reconnaissance Training
Hit Dice: 3d8+6 (19 hp)
Initiative: +2 (Dex)
Speed: 30 ft.
AC: 14 (+2 Defense, +2 Dex)
Attacks: MP40 Submachinegun or grenade +4 ranged; or knife +4 melee
Damage: MP40 1d10; or grenade 4d6; or knife 1d4+2
Face/Reach: 5 ft. by 5 ft./5 ft.
Career Ability: Feat of Strength (laborer)
Specialties: Terror
Saves: Fort +3, Ref +5, Will +1
Abilities: Str 15, Dex 15, Con 14, Int 8, Wis 10, Cha 12
Skills: Balance +4, Climb +5, Command +3, Gather Information +4, Hide +7, Listen +3, Move Silently +6, Search +2, Spot +4, Swim +5, Wilderness Lore +2.
Feats: Block Fighter, Cold-Blooded Killer, Promotion (x2), Weapon Focus (MP40), Weapon Proficiency (grenades), Weapon Proficiency (melee weapons), and Weapon Proficiency (submachineguns).
Challenge Rating: 3
Equipment: MP40, 2 fragmentation grenades, knife, helmet.

SS-Oberschutze, Machinegunner

2nd Level, Combat Training
Hit Dice: 2d10+2 (13 hp)
Initiative: +6 (+2 Dex, +4 Improved Initiative)
Speed: 30 ft.
AC: 14 (+2 Defense, +2 Dex)
Attacks: MG34 +5 ranged; or Luger +4 ranged; or knife +1 melee
Damage: MG34 2d10; or Luger 1d10; or knife 1d4-1
Face/Reach: 5 ft. by 5 ft./5 ft.
Career Ability: Improved Initiative (soldier)
Specialties: Special Weapons
Saves: Fort +4, Ref +2, Will +0 (+4 vs. shell shock)
Abilities: Str 8, Dex 14, Con 13, Int 10, Wis 11, Cha 9
Skills: Balance +4, Hide +3, Intimidate +2, Spot +2.
Feats: Trench Rat, Weapon Focus (MG34),

Weapon Proficiency (grenades), Weapon Proficiency (machineguns), Weapon Proficiency (melee weapons), Weapon Proficiency (pistols) and Weapon Proficiency (rifles).
Challenge Rating: 2
Equipment: MG34, Luger, knife, helmet.

SS-Schutze

(1 Grenadier, 1 Machinegun Loader, 6 Infantrymen)
1st Level, Combat Training
Hit Dice: 1d10+4 (9 hp)
Initiative: +2 (Dex)
Speed: 30 ft.
AC: 13 (+1 Defense, +2 Dex)
Attacks: Mauser Kar98K or grenade +3 ranged; or bayonet +1 melee
Damage: Mauser Kar98K 2d10; or grenade 4d6; or fixed bayonet 1d8
Face/Reach: 5 ft. by 5 ft./5 ft.
Career Ability: Case the Joint (criminal)
Specialties: Terror
Saves: Fort +3, Ref +2, Will -2
Abilities: Str 11, Dex 14, Con 13, Int 10, Wis 7, Cha 8
Skills: Appraise +2, Climb +2, Hide +3, Intimidate +3, Search +2, Spot +1.
Feats: Cold-Blooded Killer, Point Blank Shot, Toughness, Weapon Proficiency (grenades), Weapon Proficiency (melee weapons), and Weapon Proficiency (rifles).
Challenge Rating: 1
Equipment: Mauser Kar98K rifle, 2 fragmentation grenades, bayonet, helmet. The Machinegun Loader carries extra ammo for the MG34 instead of grenades. The grenadier has a rifle grenade launcher and 5 fragmentation rifle grenades.

Sample Officer

To complement our sample squad, you'll find stats for the commander of the Dirlewanger Brigade, Dr. Oskar Dirlewanger himself, below. Dirlewanger was a sex offender, so he had something in common with his men. While Kaminski was murdered for his part in the Warsaw atrocities (his men were told he was killed by partisans), Dirlewanger survived. In a most fitting turn of events, a group of former concentration camp inmates beat him to death after the war.

SS-Oberfuhrer Dr. Oskar Dirlewanger

6th Level, Leadership Training
Hit Dice: 6d8+6 (33 hp)
Initiative: +0
Speed: 30 ft.
AC: 14 (+4 Defense)
Attacks: Walther P'38 +3 melee or +5 ranged
Damage: Walther P'38 1d10+2
Face/Reach: 5 ft. by 5 ft./5 ft.
Career Ability: The Healing Touch (doctor)
Specialties: Tactics, Terror
Saves: Fort +6, Ref +2, Will +7
Abilities: Str 8, Dex 10, Con 13, Int 13, Wis 14, Cha 14
Skills: Command +10, Diplomacy +4, Gather Information +6, Innuendo +6, Intimidate +8, Knowledge (military science) +8, Logistics +7, Sense Motive +8, and Spot +7.
Feats: Cold-Blooded Killer, Expertise, Gun in a Knife Fight, Promotion (x3, plus bonus feats), Skill Emphasis (Knowledge—military science), Weapon Focus (Walther P'38), Weapon Proficiency (grenades), Weapon Proficiency (pistols), Weapon Proficiency (rifles), Weapon Specialization (Walther P'38).
Challenge Rating: 6
Equipment: Walther P'38, binoculars.

CHAPTER 6. CAMPAIGNS

These boys are so ready for tonight. They realize they are engaged in a difficult and even dangerous task. Several of them have wives and children. They know they are going to liberate a man who was one of the leaders of the secret army. I told them, long ago, that he is my husband. They know the strength of my love, my determination, my will to prevail. More than anything else, they are grateful for my assuming, despite my pregnancy, the same risks they faced over the past months, and being there tonight with them, fighting with them, fighting just like all the others in the group. Our feeling of unity, of esteem, is total—that's why desertion is impossible.

—Lucie Aubrac,
Outwitting the Gestapo

Running a military-based roleplaying campaign can be a bit different than running a fantasy game. There are some inherent issues that need to be addressed or overcome before play can begin. The primary difficulty is the placement of player characters in a military hierarchy. Players love to do their own thing, and putting them in a position where they have to follow orders all the time can be a recipe for disaster. There are, however, certain ways to make campaigns like this work.

The most important choice you have to make when starting a *V for Victory* game is the campaign background. This is the general spin of the campaign, and can be as simple as "You're all French Foreign Legionnaires." You should settle on a campaign background before your players make characters, since it will have a huge affect on how they go about it. This chapter has several specific recommendations for campaigns, chosen to address many of the issues of this type of game.

Once you know the general spin of your campaign, its time for everyone to make characters. It's helpful if everyone makes characters together, so the group can come to an agreement on thorny issues like who's going to play an NCO or officer. You should work with your players to make sure their group is well balanced and makes sense in the context of the campaign. Unless they are playing German assault engineers, for instance, the group doesn't need three demolitions experts.

When the game begins, players may complain that they have to take orders (and this is entirely in the spirit of the enlisted man!). What you should try to show them in the first few firefights is that battle is inherently chaotic. There's an old military aphorism that says that no plan lasts beyond the first contact with the enemy. In the heat of battle, it is up to local officers and NCOs to make important, tactical decisions and up to individual

soldiers to seize the initiative. Only they can have a true appreciation for what's going on in their corner of the battlefield. This means that although your players may be a part of a huge military operation, their immediate concerns are going to be a lot more localized and they'll have a great deal of choice in how they execute their orders. Battle, in other words, is the only real place that soldiers can achieve a degree of freedom. You therefore want such engagements as the focus of your campaign.

The Partisan Campaign

The Partisan Campaign is one of the best options for World War II roleplaying. It allows small groups of autonomous soldiers with a wide array of character types. People from all walks of life fled into the mountains, forests, and swamps of Europe to resist the Germans, and similar groups fought the Japanese in Asia. Politically, partisan bands did not always get along, which can create great opportunities for roleplaying. Some specific suggestions for Partisan Campaigns follow.

Pripet Marshes

Known by the Germans as "the Wehrmacht hole," the Pripet Marshes are a 40,000-square mile region of impassable swampland. German thrusts in Operation Barbarossa (the June, 1941 invasion of the Soviet Union) used the Pripet Marshes to anchor their flanks, but the Wehrmacht simply had no way of mounting operations into the swamp itself. As the panzer divisions swept forward and huge pockets of Soviet resistance were surrounded and cut off, the Pripet Marshes became a safe zone for Red Army soldiers. Thousands fled there in the summer of 1941 and they formed the core of partisan bands that were to harry the Germans until the liberation of the Soviet Union in 1944. Countless refugees, fleeing the brutality of the German occupation, later joined them.

Moscow actually organized a central command system for the partisans, and provided airdropped supplies and political officers for the continuance of the struggle. At the end of 1941 there were perhaps 30,000 active partisans fighting the Germans and their axis allies. By mid-1943 their numbers had soared to a quarter million. Attacks by partisan bands were coordinated by Moscow to coincide with major offensives, disrupting communication, destroying rail lines, and the like. While the partisans' primary foes were second-string troops, they did tie-down a good half-million troops in the Axis rear.

Ukraine

Much of Ukrainia is ill-suited to partisan warfare; there's simply nowhere to hide. Nonetheless, partisan groups dedicated to the creation of an independent Ukrainian state sprang up in the wake of the German invasion. They initially offered their services to the Germans, since both groups hated the communists above all. Hitler, however, rebuffed them and these nationalist partisans then began to fight with both the Germans and the Soviets. When the Red Army swept through Ukrainia in 1944, the partisans continued their struggle. It wasn't until the mid-50s that the Red Army stamped out the last groups of Ukrainian national resistance.

Yugoslavia

As a prelude to Operation Barbarossa, Germany invaded Yugoslavia and Greece in 1941. The outdated Yugoslavian army was swept aside with contemptuous ease by the veteran Wehrmacht divisions, who suffered only 151 fatal casualties in the entire campaign. The Croatian Ustashi, an ultra-right wing nationalist group, convinced the Axis powers to support the creation of a Croatian state, which also included Bosnia and Herzegovina. The Ustashi began a murderous campaign against the Serbs in their territory, which drove many into the arms of two competing partisan organizations: the Chetniks and the Communists. The Chetniks were royalist Serbians supported by the British and Tito's Communists were, of course, supported by the Soviet Union. The Chetniks and the Communists worked together at first, but there was ideological distrust between the two groups. As the war continued, Tito proved far more successful in mobilizing resistance and he won ultimate control over Yugoslavia after the war. Tito's regime suppressed the bitter hatreds bred by the war, but the ghosts of racial strife would come back to haunt the region in the post-communist era.

The Resistance Campaign

A resistance campaign is similar to a Partisan campaign, but is more focused on espionage. While partisans take to the hills, resistance fighters live openly in occupied territory and fight the enemy clandestinely. The French Resistance, the Maquis, is perhaps the most famous of these groups, but there was organized resistance in many other countries as well. Most were in communication with the Special Operations Executive, a British organization dedicated to supporting resistance groups in occupied Europe. The SOE airdropped supplies and sometimes agents, and collected intelligence gathered by the resistance. Their task, as Winston Churchill put it 1940, was to "set Europe ablaze."

For most of the war the activities of resistance groups were limited to running intelligence networks, publishing underground newspapers, smuggling downed aircrew out of occupied territory, and engaging in a small amount of sabotage and assassination. German reprisals were brutal (for example, in retaliation for the assassination of SS gen-

eral Reinhard Heydrich in Czechoslovakia, the Germans annihilated the entire population of the village of Lidice), so resistance groups had to chose their battles carefully. Later in the war, after the Allied landings in Normandy, some resistance groups formed into units and took to the countryside like partisans. This was, in many cases, premature, as the Germans still had adequate forces to deal with inexperienced resistance fighters. For example, on D-Day the Maquis in the Grenoble region of France raised the flag of rebellion on the Vercors plateau. By July several thousand members of the resistance had gathered there, only to be decimated by a surprised glider assault by the SS.

The Elite Campaign

In most d20 System games, the PCs are much like elite troops: small in number, highly specialized, and deadly. It is thus no stretch to center a campaign around the exploits of what today is known as a special forces unit. These first saw development early in World War II, beginning with the British Commandos. They were formed to raid occupied Europe and show the Germans that the Brits still had some fight in them. The Americans followed suit with the creation of Ranger units, the earliest of which trained at the British Commando School in Scotland.

The Elite Campaign works well because it focuses on small units sent on discrete missions. Since all units of this type survived by quick strikes and fast movements, you needn't worry about heavy equipment, artillery, and the like.

In addition to British Commandos and American Rangers, you may consider basing campaigns around the following units.

Brandenburgers

Even today, few people know about the Brandenburgers, a commando unit created by the Abwehr (the German Intelligence Service) in 1939. Originally formed to capture key rail junctions and other pieces of vital terrain for advancing forces, the Brandenburgers were highly trained commandos with expertise in guerilla tactics, city fighting, outdoorsmanship, and demolitions. They recruited heavily from Germans who had lived in other countries, so their knowledge of foreign languages and customs was extensive. On many occasions they donned enemy uniforms to sow confusion or infiltrate behind enemy lines.

Chindits

The brainchild of eccentric British general Orde Wingate, the Chindits were proof of Wingate's theory that a small force could fight behind enemy lines for long periods if resupplied by air. Wingate welded together a disparate force, including Commandos, Ghurkas, and Indian soldiers. They mounted two major operations, one in February 1943 and the other in March 1944.

The Devil's Brigade

This unique unit was a joint American-Canadian formation trained in rock climbing, skiing, and amphibious and airborne operations. It fought in North Africa and southern France, but it's greatest successes were in Italy. Their climbing training served them well as the Germans threw up line after line of defenses in the mountainous terrain of Italy. *The Devil's Brigade*, a 1968 film starring William Holden, does a passable job of recounting their exploits.

Edson's Raiders

The US Marine Corps created this force after Pearl Harbor. They needed a hard-hitting strike force to attack Japanese outposts in the Pacific,

and "Red Mike" Edson and his US Marine Raiders quickly earned a reputation for hard fighting in the bloody battles that followed.

Merrill's Marauders

The 5307th Composite Unit (Provisional), more commonly known as Merrill's Marauders, was an American force inspired by the Chindits. They, and their successor, Mars Force, also fought in the jungles of Burma. Samuel Fuller directed a 1962 movie about the unit that illustrates the harsh conditions of jungle warfare.

Special Air Service

The SAS was formed in the Western Desert in 1941. They specialized in long-range penetrations, using heavily armed jeeps to strike behind enemy lines. Their exploits, including the ravaging of German airfields before the Battle of El Alamein, became legendary in the British army.

Troop 3, No. 10 Commando

This particular unit of British Commandos was largely made up of Austrian and German Jews who had fled Europe and Nazi persecution, some of whom were concentration camp survivors. They trained extensively with German weapons, and with their language skills they could easily pass as German soldiers. The unit fought in the Normandy campaign, Holland, and Germany.

Other German-Jewish Commandos fought in North Africa. Disguised as German soldiers, they infiltrated Tobruk to perform acts of sabotage, but were caught when one of them was recognized by a former Berlin classmate who was now in the Afrika Korps. This episode is dramatized in the Rock Hudson film *Tobruk*.

The Penal Battalion Campaign

Victory or death wasn't the real battle cry of the Soviet Penal Battalions but it might as well have been. These units were but one reaction by the NKVD (forerunner of the KGB) to the desertion problem the Red Army faced in the disastrous first year of the war in the east. Soldiers judged delinquent in their duty were assigned to penal units, where they had a chance to redeem themselves. Penal units were often sent on suicide missions, and life expectancy was short. Each unit had a regular Red Army officer staff and a guards company to keep the penal troopers in line. Weapons were not issued to the penal troops until they entered the front line.

The Penal Battalion works well for a short campaign. The PCs, despised by friend and foe, must work together to survive extremely hazardous missions. Can they win redemption in the eyes of Comrade Stalin before they are used to trample a path through a minefield?

The Kampfgruppe Campaign

If your players won't find it too weird to play German soldiers, the Kampfgruppe Campaign can be an interesting option. After the Battle of Stalingrad, the Wehrmacht spent the rest of the war slowly losing ground to Allied forces. As Stalin dug deep into his manpower reserves, the Red Army continued to throw divisions at the dwindling Axis defenders. Operation Bagration, in which the entire German Army Group Center was destroyed by a massive Soviet assault, was the beginning of the end. As fronts crumbled and allies like Finland and Rumania deserted the Germans, they came to rely increasingly on ad hoc battle groups to stem the enemy tide. These "Kampfgruppes" were made up of whatever troops were available and they had to constantly improvise to deal with Allied advantages in manpower, airpower, and artillery.

This ad hoc nature is what makes Kampfgruppes attractive from a roleplaying point of view. Players love to make unique characters and it can be difficult to fit them all into a military campaign. The Kampfgruppe Campaign, however, allows nearly any type of character. The same group could contain a combat engineer, a member of a Luftwaffe field division, an infantry NCO, and a hiwi (German slang for Russian friendlies, who had every reason to flee the retribution of the Red Army).

Strangers in a Strange Land

Most general histories of World War II must perforce speak in generalities. It's very easy to reduce the war to its major participants, but there is a reason it was a World war. Men and women of dozens of nationalities and ethnic groups fought in the war, sometimes in very strange circumstances. A story from D-Day illustrates this point vividly. The British captured two German soldiers who were clearly not European and spoke no language anyone could understand. They were sent back to England and after some time the British figured out that the two men were from Tibet! They had been forcibly recruited in the Red Army, shipped to Europe to fight, captured by the Germans, and then pressed into service again in one of the German "Ost" battalions (which consisted of very unmotivated Soviet prisoners).

The war is full of strange tales (like the creation of an SS unit composed of Bosnian Muslims) and some of these can provide the basis for an interesting campaign. Most of these ethnic units had reasons of their own for fighting, reasons not always shared by the parent army. This type of campaign allows for both internal politics and front-line action, so it makes a good choice if your group wants something more than combat.

Here are some examples of lesser-known units that fought in World War II.

• **The Goumiers** were French colonial troops from North Africa that fought in Italy and earned quite a reputation for mountain warfare. After the liberation of France, General De Gaul actually demobilized veteran Goumier units so he could equip inexperienced Resistance fighters instead. This baffled Eisenhower and other Allied commanders.
• **The Polish Parachute Brigade** was one of many Polish units to fight in the British army. They participated in the disastrous Operation Market Garden, the subject of the movie *A Bridge Too Far*. Gene Hackman plays the commander of this unit in the film, though he doesn't do Poland proud with his terrible accent.
• **The Brazilian Expeditionary Force (FEB)** was a 20,000-man-strong unit that fought with the Allies in Italy. They were generally organized and armed along American lines.
• **The Japanese recruited an Indian National Army** from Indian soldiers captured early in the war. This army was meant to free India from the British, but it was crushed along with the Japanese 15th army during the "U-Go" offensive (the only real Japanese attempt to invade India).
• **Several Cossack units** fought alongside the Germans, such was their hatred of the communists. At the end of the war, the British handed over the Cossacks to the Soviets. Most faced hard labor in Siberia, while the Cossack leaders were executed.
• **The Jewish Brigade,** a unit largely made up of Jewish volunteers from Palestine, fought in the British army in the later days of the Italian campaign. After the war, they hunted down and killed Nazi war criminals, smuggled arms to their comrades in Palestine, and helped Jewish refugees escape Europe. Many went on to fight in the Israeli army.
• **The Karen** are an ethnic minority in Burma, and during World War II they fought alongside the British to expel the Japanese invaders. They, and the British officers who fought beside them, believed that Great Britain would support the Karen's desire for autonomy in the post-war era. Instead, the British Government handed power back to the Burmese and the Karen have been fighting a guerilla war for the last fifty years.

The International Anti-Fascist Brigade

Sometimes it's fun to go beyond history. The International Anti-Fascist Brigade is a fictitious unit, specifically designed to allow characters of many different nations to fight together.

During the 1930s anti-fascists from around the world traveled to Spain to fight against General Franco, who was supported by both the Germans and the Italians. These international brigades did what they could, but could not stop Franco and his allies. In World War II, many veterans of the international brigades volunteered to fight fascism once again.

In the dark winter of 1941, when the Germans were knocking on the doors of Moscow, Stalin was looking for something, anything, to stem the tide. A former member of the international brigades suggested reviving the idea and bringing veterans of the Spanish Civil War to the Soviet Union. If nothing else, a new international brigade was great propaganda. Emissaries of Stalin approached the UK and the USA to secure their cooperation. As fate would have it, FDR received the message a mere week after Pearl Harbor. He knew that there was little the USA could do to aid the USSR in 1942, so he agreed to recruit American veterans of the Abraham Lincoln Brigade for the new effort. Churchill also agreed, and the call went out. The veterans responded, and brought new recruits with them to boot. The "International Anti-Fascist Brigade" assembled in Moscow and was ready for combat by April, 1942. Men and women from over twenty countries were represented.

Now it's the end of Spring in the Soviet Union. The seas of mud are drying and the Wehrmacht and the Red Army are ready to clash as soon as the ground is hard enough support tanks. Will the International Anti-Fascist Brigade prove its worth, or be nothing but a propaganda sham? How will the foreign volunteers react to the harsh realities of Stalin's USSR?

As an interesting historical note, many veterans of the Abraham Lincoln Brigade were denied a place in the US Army during World War II. They later suffered under McCarthyism as well. The problem? They were anti-fascists too early on and thus politically suspect!

Adventures

Once you've decided on your campaign background, you should give some consideration to the types of adventures you'd like to run. Many ideas will suggest themselves once your players have made characters. For instance, if your players are all Maquisards, many adventures will revolve around the acquisition of weapons and explosives, or the gathering and transmission of vital intelligence to the British SOE.

Here are some examples of common *V for Victory* adventures:

Patrol

There are no satellite cameras to track unit movements and dispositions. In World War II, armies got information by sending out patrols to monitor enemy activity and preparedness. The goal of many patrols was to capture enemy soldiers (or "tongues," as the Soviets called them) so they could be interrogated. Patrols are a great excuse for an adventure because they invariably consisted of small units and nearly anything can happen.

Assault

Although World War II saw the birth of mobile warfare, as typified by the German blitzkrieg, there were countless

engagements involving fortified positions. These ranged from solitary bunkers to fortified villages to huge buildings like the famous Red October factory of Stalingrad to fixed defenses like the Siegfried and Maginot lines. Attacking such positions requires planning, teamwork, and bravery. A successful assault may also include beating off one or more counterattacks (the Germans in particular excelled at organizing counterattacks quickly). Assault adventures are the most like dungeon crawls of any of these options.

Rescue

Any number of rescue operations can be played out as adventures. PCs could be trying to save men of their unit trapped behind enemy lines, downed air crew, endangered Resistance leaders, POWs, or even entire units. In February, 1942, for example, more than 90,000 German troops were cut off in the Demyansk pocket. They had to be supplied by air for several months until they could be relieved.

Bridgehead

Bridges were of vital importance, especially for tank-heavy armies. Seizing a bridge and holding it against counterattacks is another solid adventure idea. This is similar to the assault option, with the added pressure of being a race against time (since important bridges were often wired with explosives to deny them to the enemy). The scenario can also be run the other way, with the PCs trying to blow a bridge before enemy spearheads can capture it. Stephen Ambrose's *Pegasus Bridge* is about the capture of a key bridge by British paratroopers the night before the D-Day landings.

Adventure Considerations

There are a few things you should bear in mind when designing and running *V for Victory* adventures. For starters, be sure to lay out plenty of cover at your combat locations. Soldiers relied on cover and so should your PCs. Characters that try to stand in the open and blaze away will get cut down in short order. Be easy on your players at first and give them a chance to adjust to the rhythm of World War II combat. You're likely to see more "ready" actions than in a D&D game and many more instances of going prone. There's no magic armor or spells here, so using cover is the best defense.

Similarly, there are no healing spells. Characters will get few hit points back during an adventure, unless it lasts over several days. You should, however, try to mimic the experience of real soldiers, who spent a certain amount of time on the front line and then were rotated to the rear to rest and refit. This time off the line can bring seriously wounded characters back to full health before the next adventure.

You should be ready, however, to deal with player character fatalities. A lucky damage roll or a critical hit can take out even mid-level characters. You can handle this in one of several ways. First, you can have everyone make up a "back-up character" in the same unit, so that there's always a new character ready to step into the limelight if things go badly. Second, you can simply use time off the line to introduce new characters, appropriate since that was the time when units received replacements for casualties. Lastly, you might want to have one potential PC amongst your readied NPCs for each adventure. A player whose character is killed could take over this character, at least until the adventure is complete. For instance, if you are running an adventure a D-Day adventure, you could have a local member of the French Resistance statted up and ready to go. He could join the Allied soldiers in helping to liberate France.